

WEIL, GOTSHAL & MANGES LLP

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Matthew S. Barr

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Gabriel A. Morgan

*Proposed Attorneys for Certain Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	:
	Chapter 11
CHINA FISHERY GROUP LIMITED	:
(CAYMAN), et al.,	:
	Case No. 16-11895 (JLG)
Debtors.¹	:
	(Jointly Administered)

**NOTICE OF PRESENTMENT OF APPLICATION OF
CERTAIN DEBTORS PURSUANT TO 11 U.S.C. § 327(a), FED.**

**R. BANKR. P. 2014 AND 2016 AND LOCAL RULES 2014-1 AND 2016-1 FOR
AUTHORITY TO RETAIN AND EMPLOY WEIL, GOTSHAL & MANGES LLP AS
ATTORNEYS FOR CERTAIN DEBTORS EFFECTIVE AS OF FEBRUARY 15, 2017**

PLEASE TAKE NOTICE that China Fishery Group Limited (Cayman) (“CFGL”) and its debtor affiliates (other than CFG Peru Investments Pte. Limited (Singapore) (“CFG Peru Singapore”)), as debtors and debtors in possession (collectively, the “**Debtors**”)²

¹ The Debtors in these chapter 11 cases are as follows: China Fishery Group Limited (Cayman), Pacific Andes International Holdings Limited (Bermuda), N.S. Hong Investment (BVI) Limited, South Pacific Shipping Agency Limited (BVI), China Fisheries International Limited (Samoa), CFGL (Singapore) Private Limited, Chanery Investment Inc. (BVI), Champion Maritime Limited (BVI), Growing Management Limited (BVI), Target Shipping Limited (HK), Fortress Agents Limited (BVI), Ocean Expert International Limited (BVI), Protein Trading Limited (Samoa), CFG Peru Investments Pte. Limited (Singapore), Smart Group Limited (Cayman), Super Investment Limited (Cayman), and Pacific Andes Resources Development Limited (Bermuda). The Notice of Presentment is not filed on behalf of CFG Peru Investments Pte. Limited (Singapore).

² As used herein, the term “Debtors” shall not include CFG Peru Singapore unless otherwise stated.

will present the annexed application (the “**Application**”) pursuant to section 327(a) of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rules 2014-1 and 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), for authority to retain and employ Weil, Gotshal & Manges LLP as attorneys for the Debtors, effective as of February 15, 2017, all as more fully set forth in the Application, to the Honorable James L. Garrity, United States Bankruptcy Judge, for approval and signature on **April 6, 2017, at 10:00 a.m. (Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that, unless a written objection to the Application (“**Objection**”) is filed that conforms to the Bankruptcy Rules and the Local Rules and such Objection is (a) filed with the Bankruptcy Court by registered users of the Bankruptcy Court’s case filing system, electronically in accordance with the Local Rules and General Order M-399 (which can be found at <http://www.nysb.uscourts.gov>), (b) delivered in hard copy directly to Judge Garrity’s Chambers pursuant to Local Rule 9070-1, in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable, and (c) served on:

- i. proposed counsel for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Matthew S. Barr, Esq., Marcia Goldstein, Esq., and Gabriel A. Morgan, Esq.);
- ii. counsel for the Debtors, Meyer, Suozzi, English & Klein, P.C., 990 Stewart Avenue, Suite 300, Garden City, NY 11530 (Attn: Howard B. Kleinberg, Esq., Edward J. LoBello, Esq., and Jil Mazer-Marino, Esq.);
- iii. counsel for Pacific Andes Resources Development Limited, Klestadt Winters Jureller Southard & Stevens, LLP, 200 West 41st Street, 17th Floor, New York, New York 10036-7203 (Attn: Tracy L. Klestadt, Esq., John E. Jureller, Jr., Esq., and Christopher J. Reilly, Esq.);
- iv. counsel for William A. Brandt, Jr., the Chapter 11 Trustee of CFG Peru Investments Pte Ltd. (Singapore), Skadden, Arps, Slate, Meagher & Flom

LLP, Four Times Square, New York, New York 10036, (Attn: Jay M. Goffman, Esq. and Lisa Laukitis, Esq.) and Quinn Emanuel Urquhart & Sullivan, LLP, 51 Madison Ave., New York, New York 10010 (Attn: James Tecce, Esq., and Susheel Kirpalani, Esq.);

- v. the Office of the United States Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Susan Golden, Esq. and Richard Morrisey, Esq.); and
- vi. all other parties required to be served pursuant to and in accordance with the Bankruptcy Rules, the Local Rules, and General Order M-399;

so as to be received by **April 3, 2017 at 4:00 p.m. (Eastern Time)** (the “**Objection Deadline**”), there will not be a hearing on the Application and the Order may be entered.

PLEASE TAKE FURTHER NOTICE that, if an Objection is timely filed and served as set forth in the foregoing paragraph by the Objection Deadline, a hearing (the “**Hearing**”) to consider the Application will be held before the Honorable James L. Garrity, United States Bankruptcy Judge, at the United States Bankruptcy Court, Room 601, One Bowling Green, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that if an Objection is timely filed and served by the Objection Deadline, the Court will notify the moving and objecting parties of the date and time of the Hearing and of the moving party’s obligation to notify all other parties entitled to receive notice.

PLEASE TAKE FURTHER NOTICE that any objecting parties are required to attend the Hearing, and failure to appear may result in the relief being granted or denied upon default.

Dated: March 16, 2017
New York, New York

/s/ Matthew S. Barr
WEIL, GOTSHAL & MANGES LLP
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**UNITED STATES BANKRUPTCY COURT
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In re	:
	Chapter 11
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(CAYMAN), et al.,	:
	Case No. 16-11895 (JLG)
Debtors.¹	:
	(Jointly Administered)
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**APPLICATION OF CERTAIN DEBTORS
PURSUANT TO 11 U.S.C. § 327(a), FED. R. BANKR.
P. 2014 AND 2016 AND LOCAL RULES 2014-1 AND 2016-1 FOR
AUTHORITY TO RETAIN AND EMPLOY WEIL, GOTSHAL & MANGES LLP AS
ATTORNEYS FOR CERTAIN DEBTORS EFFECTIVE AS OF FEBRUARY 15, 2017**

TO THE HONORABLE JAMES L. GARRITY:

China Fishery Group Limited (Cayman) (“CFGL”) and its debtor affiliates (other than CFG Peru Investments Pte. Limited (Singapore) (“CFG Peru Singapore”)), as debtors and

¹ The Debtors in these chapter 11 cases are as follows: China Fishery Group Limited (Cayman), Pacific Andes International Holdings Limited (Bermuda), N.S. Hong Investment (BVI) Limited, South Pacific Shipping Agency Limited (BVI), China Fisheries International Limited (Samoa), CFGL (Singapore) Private Limited, Chanery Investment Inc. (BVI), Champion Maritime Limited (BVI), Growing Management Limited (BVI), Target Shipping Limited (HK), Fortress Agents Limited (BVI), Ocean Expert International Limited (BVI), Protein Trading Limited (Samoa), CFG Peru Investments Pte. Limited (Singapore), Smart Group Limited (Cayman), Super Investment Limited (Cayman), and Pacific Andes Resources Development Limited (Bermuda). The Application is not filed on behalf of CFG Peru Investments Pte. Limited (Singapore).

debtors in possession (collectively, the “**Debtors**”)² in the above captioned chapter 11 cases (collectively, the “**Chapter 11 Cases**”), respectfully represent in support of this application (the “**Application**”):

Introduction

1. As set out in their previous papers, the Debtors are focused on the formulation and implementation of a comprehensive, restructuring of their businesses. To that end, the Debtors recognize that they need a lead bankruptcy counsel with global reach and a full range of services in addition to significant restructuring experience. Accordingly, by this Application, the Debtors are seeking to consolidate their global restructuring counsel with Weil, Gotshal & Manges LLP (“**Weil**” or the “**Firm**”). Klestadt Winters Jureller Southard & Stevens, LLP (“**KWJS&S**”), who currently serve as general bankruptcy counsel for Pacific Andes Resources Development Limited (Bermuda) (“**PARD**”), will continue with all of the Debtors as conflicts counsel.

2. The Debtors understand that the formulation and implementation of a comprehensive restructuring will not be an easy task. The Debtors seek to retain Weil to advise them on how best to accomplish this task and advance these cases. The Debtors firmly believe that a constructive solution is possible if the various stakeholders are willing to negotiate a value-maximizing transaction. The Debtors have already started to pursue such a restructuring. The Debtors and Weil have spoken with the Chapter 11 Trustee (as defined below) and have begun to reach out to counsel for the various stakeholders in these cases to explore the art of the possible with respect to a reorganization.

² As used herein, the term “Debtors” shall not include CFG Peru Singapore unless otherwise stated.

Background

3. On June 30, 2016 (the “**Commencement Date**”), the Debtors (including CFG Peru Singapore, but excluding PARD) each commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). On September 29, 2016, PARD commenced its voluntary case under chapter 11 of the Bankruptcy Code. The Chapter 11 Cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

4. On October 28, 2016, the Court appointed a chapter 11 trustee (“**Chapter 11 Trustee**”) for CFG Peru Singapore [ECF No. 203]. On November 10, 2016, the Court entered an order approving the selection of Mr. William Brandt as the Chapter 11 Trustee for CFG Peru Singapore [ECF No. 219]. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee of creditors has been appointed in these Chapter 11 Cases, except as explained above.

5. Information regarding the Debtors’ business, capital structure, and the circumstances leading to the commencement of these Chapter 11 Cases is set forth in (a) the *Declaration of Ng Puay Yee Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York and in Support of the Debtors’ First Day Motions and Applications* [ECF No. 2], and (b) *Declaration of Ng Puay Yee Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York and in Support of the Debtor’s First Day Motions and Applications* [ECF No. 13, Case No. 16-12739].

Jurisdiction

6. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Relief Requested

7. Pursuant to section 327(a) of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016, and Local Rules 2014-1 and 2016-1, the Debtors request authority to retain and employ Weil as attorneys for the Debtors, effective as of February 15, 2017 (the “**Engagement Date**”).

8. The Debtors request that the Court approve the retention of Weil, under a general retainer, as their attorneys to perform the extensive legal services that will be required during these Chapter 11 Cases in accordance with Weil’s normal hourly rates in effect when services are rendered and Weil’s normal reimbursement policies. In support of this Application, the Debtors submit the declaration of Matthew S. Barr, a member of Weil, which is attached hereto as **Exhibit A** (the “**Barr Declaration**”), and the declaration of Ng Puay Yee, the Managing Director of PAIH, the Executive Chairman of PARD, the Chief Executive Officer of CFGL, and the authorized representative of the Debtors, which is attached hereto as **Exhibit B**. A proposed form of order approving the retention and employment of Weil is annexed hereto as **Exhibit D**.

9. The Debtors consulted, and shared drafts of the Application with, the Office of the U.S. Trustee for the Southern District of New York (the “**U.S. Trustee**”), which has confirmed it has no objection to the retention of Weil on the terms set forth in this Application.

Basis for Relief

10. Section 327(a) of the Bankruptcy Code provides that “the trustee, with the court’s approval, may employ one or more attorneys . . . that do not hold or represent an interest adverse to the estate, and that are disinterested persons, to represent or assist the trustee in carrying out the trustee’s duties under [the Bankruptcy Code].” 11 U.S.C. § 327(a).

Debtors’ Previous Retentions

11. On July 19, 2016, an order was entered by this Court permitting the Debtors (other than PARD) to retain and employ the law firm Meyer, Suozzi, English & Klein, P.C. (“MSEK”) as general bankruptcy counsel *nunc pro tunc* to the Commencement Date [ECF No. 89]. On October 28, 2016, an order was entered by the Court permitting PARD to retain and employ KWJS&S as general bankruptcy counsel to PARD [ECF No. 31, Case No. 16-12739].

Weil’s Qualifications

8. The Debtors have determined that it is in their best interests to retain Weil as their lead bankruptcy counsel in the Chapter 11 Cases. It is contemplated that MSEK will no longer represent the Debtors in connection with the Chapter 11 Cases and KWJS&S will continue to represent the Debtors as conflicts counsel in conjunction with Weil. As the Debtors have consistently stated, their ultimate goal in commencing these Chapter 11 Cases is to prosecute and implement a comprehensive and holistic restructuring of the Debtors’ enterprise. At this time, the various stakeholders in these cases have an opportunity to engage in constructive discussions regarding potential restructuring alternatives and appropriate next steps. The Debtors believe that Weil is the right firm in this context to promote greater stability in these cases and advise on the formulation and implementation of a comprehensive restructuring. The Debtors have selected Weil because of the Firm’s extensive general experience and knowledge

across multiple complementary practice groups, including, in particular, Weil's recognized expertise in the field of debtors' protections, creditors' rights, and the administration of cases under chapter 11 of the Bankruptcy Code. For example, Weil currently represents or has represented, among others, the following Debtors and their affiliates: Memorial Production Partners LP, Basic Energy Services, Inc., American Gilsonite Company, Halcón Resources Corp., Breitburn Energy Partners LP, Aéropostale, Inc., Fairway Group Holdings Corp., Offshore Group Investment Limited, Paragon Offshore PLC, The Great Atlantic & Pacific Tea Company, Chassix, Inc., Endeavour Operating Corporation, SIGA Technologies, Inc., RDA Holdings, Inc., LodgeNet Interactive Corporation, Southern Air Holdings, Inc., Daffy's Inc., AMR Corporation, Lehman Brothers Holdings Inc., General Motors Corporation n/k/a Motors Liquidation Company, General Growth Properties, Inc., Global Crossing Ltd., WorldCom, Inc., Enron Corp., Aleris International, Inc., Washington Mutual, Inc., Pilgrim's Pride Corp., BearingPoint, Inc., SemCrude, L.P., Vertis Holdings, Inc., LandSource Communities Development, LLC, Silicon Graphics, Inc., Atkins Nutritionals, Inc., Footstar, Inc., Parmalat USA Corp., Loral Space & Communications Ltd., Armstrong Worldwide Industries, Adelphia Business Solutions, Inc., APW Ltd., Regal Cinemas, Inc., Sunbeam Corporation, Bethlehem Steel Corporation, Genesis Health Services Corp., and Grand Union Corporation.

9. The Debtors have been informed that members of Weil, as well as other members of, counsel to, and associates of Weil, who will be employed in these Chapter 11 Cases, are members in good standing of, among others, the Bar of the State of New York and the United States District Court for the Southern District of New York. Accordingly, the Debtors believe that Weil is both well qualified and uniquely able to represent the Debtors in the Chapter 11 Cases in an efficient and timely manner.

Scope of Services

11. The employment of Weil, under a general retainer and in accordance with its normal hourly rates and disbursement policies in effect from time to time, is appropriate and necessary to enable the Debtors to execute faithfully their duties as debtors and debtors in possession and to prosecute the Chapter 11 Cases. Subject to further order of this Court, it is proposed that Weil be employed to render the following professional services:

- a. Prepare on behalf of the Debtors, as debtors in possession, all necessary motions, applications, answers, orders, reports, and other papers in connection with the administration of the Debtors' estates;
- b. Take all necessary action to protect and preserve the Debtors' estates, including the prosecution of actions on the Debtors' behalf, the defense of any actions commenced against the Debtors, the negotiation of disputes in which the Debtors are involved, and the preparation of objections to claims filed against the Debtors' estates;
- c. Take all necessary actions in connection with any chapter 11 plan and related disclosure statement, and all related documents, and such further actions as may be required in connection with the administration of the Debtors' estates; and
- d. Perform all other necessary legal services in connection with the prosecution of these Chapter 11 Cases.

12. It is necessary to employ attorneys under a general retainer to render the foregoing professional services. Weil has stated its desire and willingness to act in these Chapter 11 Cases and render the necessary professional services as attorneys for the Debtors.

Weil's Disinterestedness

13. To the best of the Debtors' knowledge, the members of, counsel to, and associates of Weil do not have any connection with or any interest adverse to the Debtors, their

creditors, or any other party in interest, or their respective attorneys and accountants, except as may be set forth in the Barr Declaration.

14. Based upon the Barr Declaration, the Debtors submit that Weil is a “disinterested person” as that term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code. The Debtors have been informed that Weil will conduct an ongoing review of its files to ensure that no disqualifying circumstances arise. If any new relevant facts or relationships are discovered, Weil will supplement its disclosure to the Court.

Professional Compensation

15. The Debtors understand and have agreed that Weil will apply to the Court for allowances of compensation and reimbursement of expenses in accordance with General Order M-412 (*Order Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals*, dated December 21, 2010 (Gonzalez, C.J.)) (“**Order M-412**”), Administrative Order M-447 (*Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases*, dated January 29, 2013 (Morris, C.J.)) (“**Order M-447**”), and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013 (the “**U.S. Trustee Guidelines**”; together with Order M-412 and Order M-447, the “**Fee Guidelines**”), sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any further orders of the Court (the “**Orders**”), including, without limitation, this Court’s *Order Establishing procedures for Monthly Compensation and Reimbursement of Expenses of Professionals* [ECF No. 199], for all professional services performed and expenses incurred after the Engagement Date.

16. Subject to the provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, the Fee Guidelines, and the Orders, the Debtors propose to compensate Weil for services rendered at its customary hourly rates that are in effect from time to time, as set forth in the Barr Declaration, and to reimburse Weil according to its customary reimbursement policies.³ The Debtors respectfully submit that Weil's rates and policies stated in the Barr Declaration are reasonable.

17. Pursuant to section 328(a), the Debtors have requested that, within three (3) calendar days after entry of an order by the Bankruptcy Court authorizing the Debtors to retain and employ Weil, Pacific Andes Enterprises (HK) Limited ("PAE HK") provide Weil with a general retainer in the amount of \$1,500,000 for services provided and to be provided to the Debtors (the "**Retainer**"), which may be increased from time to time up to an aggregate amount of \$5,000,000 without further order of the Court.⁴ The Retainer is necessary and reasonable and meets the standard for postpetition retainers established by *In re Truong*, 259 B.R. 264 (Bankr. D.N.J. 2001) and *In re Jefferson Bus. Ctr. Assocs.*, 135 B.R. 676 (Bankr. D. Colo. 1992), as applied in this jurisdiction, *see, e.g.*, *In re Manning*, Ch. 11 Case No. 11-15109 (SHL) (Bankr. S.D.N.Y. July 21, 2015) (ECF No. 165). First, the Retainer should have no economic impact on the Debtors' ongoing business operations or ability to reorganize because the funds will be provided by an entity that is outside the Debtor group. In fact, the Retainer actually increases the Debtors' reorganization prospects because it facilitates the engagement of

³ As more fully explained in the Barr Declaration, Weil has agreed to forgo billing the Debtors for certain of its initial fees as it becomes familiar with the Debtors' businesses and these Chapter 11 Cases.

⁴ PAE HK has also provided Weil with a general retainer in the amount of \$500,000 for services provided and to be provided to PAE HK and National Fish and Seafood, Inc., a non-Debtor affiliate based in the United States. Weil will not represent either of these non-Debtor affiliates in matters adverse to the Debtors or their estates.

Weil, a law firm with extensive experience and knowledge across multiple complementary practice groups that can promote greater stability in these cases and advise on the formulation and implementation of a comprehensive restructuring. Additionally, the amount of the Retainer is reasonable given the size and scope of these Chapter 11 Cases. Finally, the Debtors are not requesting that Weil be allowed to draw against the Retainer prior to allowance of its fees and expenses in accordance with the Fee Guidelines, sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any further orders of the Court, so the Court's ability to oversee payment of fees will be fully preserved.

18. The Retainer also satisfies the five-factor test set forth in *In re Lar Dan Enterprises, Inc.*, 221 B.R. 93, 96 (Bankr. S.D.N.Y. 1998) used by courts to determine whether retainers funded by non-debtor third parties are appropriate. The *Lar Dan* factors include:

(1) the arrangement must be fully disclosed to the debtor/client and the third party payor/insider; (2) the debtor must expressly consent to the arrangement; (3) the third party payor/insider must retain independent legal counsel and must understand that the attorney's duty of undivided loyalty is owed exclusively to the debtor/client; (4) the factual and legal relationship among the third party payor/insider, the debtor, the respective attorneys, and their contractual arrangement concerning the fees, must be fully disclosed to the Court at the outset of the debtor's bankruptcy representation; (5) the debtor's attorney/applicant must demonstrate and represent, to the court's satisfaction, the absence of facts which otherwise create non disinterestedness, actual conflict, or impermissible potential for a conflict of interest.

Id.

19. Here, the five-factor *Lar Dan* test is satisfied. First, the arrangement with respect to the Retainer was fully disclosed to the Debtors and PAE HK. Second, as discussed in the Declaration of Ng Puay Yee, the Debtors expressly consent to PAE HK's funding of the Retainer. Third, PAE HK is independently represented by Thaler Law Firm PPLC ("TLF") and PAE HK acknowledges and agrees that Weil's undivided loyalty is owed exclusively to the

Debtors. Fourth, pursuant to this Application and the Declarations of Matthew S. Barr, Ng Puay Yee, and Ng Joo Puay, the factual and legal relationship among the Debtors, PAE HK, Weil, and TLF has been fully disclosed to the Court at the outset of Weil's retention in these Chapter 11 Cases. Moreover, Weil fully disclosed the arrangements with respect to the Retainer to the U.S. Trustee prior to filing this Application. Fifth, and finally, as set forth in the Barr Declaration, Weil is a disinterested party and no conflict of interest is presented by the retention of Weil in these Chapter 11 Cases. The declaration of Ng Joo Puay, an authorized representative of PAE HK, in support of the Retainer is attached hereto as **Exhibit C**.

Notice

20. Notice of this Application has been provided to (i) the U.S. Trustee; (ii) the Chapter 11 Trustee; (iii) the holders of the fifty (50) largest unsecured claims against the Debtors as set forth in the consolidated list filed with the Debtors' petitions; and (iv) any party that has requested notice pursuant to Bankruptcy Rule 2002. A copy of this Application is also available on the Court's website. The Debtors submit that, in view of the facts and circumstances, such notice is sufficient and no other or further notice need be provided.

21. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of an order granting the relief requested herein and such other and further relief as is just.

Dated: March 16, 2017
New York, New York

/s/ Ng Puay Yee

NAME: Ng Puay Yee
TITLE: Authorized Representative
for each Debtor

Exhibit A

Barr Declaration

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

	x
In re	:
CHINA FISHERY GROUP LIMITED	:
(CAYMAN), et al.,	:
Debtors.¹	:
	(Jointly Administered)

**DECLARATION AND DISCLOSURE STATEMENT
ON BEHALF OF WEIL, GOTSHAL & MANGES LLP PURSUANT TO
11 U.S.C. §§ 327, 329, AND 504 AND FED. R. BANKR. P. 2014 AND 2016 FOR
AUTHORITY TO RETAIN AND EMPLOY WEIL, GOTSHAL & MANGES LLP AS
ATTORNEYS FOR CERTAIN DEBTORS EFFECTIVE AS OF FEBRUARY 15, 2017**

Pursuant to 28 U.S.C. § 1746, I, Matthew S. Barr, hereby declare as follows:

1. I am a member of the firm of Weil, Gotshal & Manges LLP (“**Weil**” or the “**Firm**”), an international law firm with principal offices at 767 Fifth Avenue, New York, New York 10153 and regional offices in Washington, D.C.; Houston and Dallas, Texas; Miami, Florida; Boston, Massachusetts; Princeton, New Jersey; and Redwood Shores, California; and foreign offices in London, United Kingdom; Budapest, Hungary; Warsaw, Poland; Frankfurt and Munich, Germany; Prague, Czech Republic; Paris, France; Beijing, Hong Kong, and Shanghai, China; as well as Dubai, United Arab Emirates.

2. I submit this declaration (this “**Declaration**”) in connection with the Application submitted on the date hereof (the “**Application**”)² of China Fishery Group Limited

¹ The Debtors in these chapter 11 cases are as follows: China Fishery Group Limited (Cayman), Pacific Andes International Holdings Limited (Bermuda), N.S. Hong Investment (BVI) Limited, South Pacific Shipping Agency Limited (BVI), China Fisheries International Limited (Samoa), CFGL (Singapore) Private Limited, Chanery Investment Inc. (BVI), Champion Maritime Limited (BVI), Growing Management Limited (BVI), Target Shipping Limited (HK), Fortress Agents Limited (BVI), Ocean Expert International Limited (BVI), Protein Trading Limited (Samoa), CFG Peru Investments Pte. Limited (Singapore), Smart Group Limited (Cayman), Super Investment Limited (Cayman), and Pacific Andes Resources Development Limited (Bermuda).

(Cayman) (“**CFGL**”) and its debtor affiliates (other than CFG Peru Investments Pte. Limited (Singapore) (“**CFG Peru Singapore**”)), as debtors and debtors in possession (collectively, the “**Debtors**”)³ in the above captioned chapter 11 cases (collectively, the “**Chapter 11 Cases**”), for authority to employ and retain Weil as their lead bankruptcy counsel in the Chapter 11 Cases, effective as of February 15, 2017 (the “**Engagement Date**”), at its normal hourly rate in effect from time to time and in accordance with its normal reimbursement policies, in compliance with sections 329 and 504 of title 11 of the United States Code (the “**Bankruptcy Code**”), and to provide the disclosure required under Rules 2014(a) and 2016(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”). Unless otherwise stated in this Declaration, I have personal knowledge of the facts set forth herein. To the extent any information disclosed herein requires amendment or modification upon Weil’s completion of further review, or as additional information regarding parties in interest becomes available, a supplemental declaration will be submitted to the Court reflecting such amended, supplemented, or otherwise modified information.

3. Neither I, Weil, nor any member of, counsel to, or associate of the Firm represents any entity other than the Debtors in connection with these Chapter 11 Cases.⁴ In addition, except as set forth herein, to the best of my knowledge, after due inquiry, neither I, Weil, nor any member of, counsel to, or associate of the Firm represents any party in interest in these Chapter 11 Cases in matters related to these Chapter 11 Cases.

² Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Application.

³ As used herein, the term “Debtors” shall not include CFG Peru Singapore unless otherwise stated.

⁴ Weil has also been engaged to represent two non-Debtor affiliates, Pacific Andes Enterprises (HK) Limited and National Fish and Seafood, Inc., a non-Debtor affiliate based in the United States. Weil will not represent either of these non-Debtor affiliates in matters adverse to the Debtors or their estates.

Weil's Disclosure Procedures

4. Weil, which employs approximately 1,100 attorneys, has a large and diversified legal practice that encompasses the representation of many financial institutions and commercial corporations. Weil has, in the past, represented, currently represents, and may, in the future, represent, entities that are claimants or interest holders of the Debtors in matters unrelated to these Chapter 11 Cases. Some of those entities are, or may consider themselves to be, creditors or parties in interest in these Chapter 11 Cases or otherwise have interests in these cases.

5. In preparing this Declaration, I used a set of procedures developed by Weil to ensure compliance with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”) regarding the retention of professionals by a debtor under the Bankruptcy Code (the “**Firm Disclosure Procedures**”). Pursuant to the Firm Disclosure Procedures, I performed, or caused to be performed, the following actions to identify the parties relevant to this Declaration and to ascertain Weil’s connection to such parties:

- a. Weil developed an extensive list (the “**Retention Checklist**”) of the names of entities that may be parties in interest in these Chapter 11 Cases (the “**Potential Parties in Interest**”) by (i) starting with copies of the retention checklists included in the applications to retain MSEK and KWJS&S, and (ii) supplementing those checklists to include additional Potential Parties in Interest identified from Weil’s review of background materials, including documents filed on the dockets for these Chapter 11 Cases. A copy of the Retention Checklist is attached hereto as **Exhibit 1**.
- b. Weil maintains a master client database as part of its conflict clearance and billing records. The master client database includes the names of the entities for which any attorney time charges have been billed since the database was first created (the “**Client Database**”). The Client Database includes the name of all current and former clients, the name of the parties who are or were related or adverse to such current and former clients, and the names of the Weil personnel who are or were responsible for current or former matters for such clients. Weil’s policy is that no new matter

may be accepted or opened within the Firm without completing and submitting to those charged with maintaining the conflict clearance system the information necessary to check each such matter for conflicts, including the identity of the prospective client, the name of the matter, adverse parties, and, in some cases, parties related to the client or to an adverse party. Accordingly, the database is updated for every new matter undertaken by Weil. The accuracy of the system is a function of the completeness and accuracy of the information submitted by the attorney opening a new matter.

- c. Weil compared the names of each of the Potential Parties in Interest to client matters in the Client Database for which professional time was recorded during the two years prior to the comparison.⁵ Any matches to names in the Client Database generated by the comparison were compiled, together with the names of the respective Weil personnel responsible for the identified client matters (the “**Client Match List**”).
- d. A Weil attorney then reviewed the Client Match List and deleted obvious name coincidences and individuals or entities that were adverse to Weil’s clients in both this matter and the matter referenced on the Client Match List.
- e. Using information in the Client Database concerning entities on the Client Match List and making general and, if applicable, specific inquiries of Weil personnel, Weil verified that it does not represent and has not represented any entity on the Client Match List in connection with these Chapter 11 Cases.
- f. In addition, a general inquiry was sent by electronic mail to all Weil personnel (attorneys and staff) to determine whether any such individuals or any members of their households (i) own any debt or equity securities of the Debtors; (ii) hold a claim against or interest adverse to the Debtors; (iii) are or were officers, directors, or employees of Debtors or any of its affiliates or subsidiaries; (iv) are related to or have any connections to Bankruptcy Judges in the Southern District of New York; or (v) are related to or have any connections to anyone working in the Office of the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”).

⁵ For purposes of the Firm Disclosure Procedures, Weil considers an entity a “former client” if professional time was recorded within the past two years, but all matters for such client have since been closed. Because the Firm Disclosure Procedures only reflect client activity during the past two years, matches to client matters outside that timeframe are not reflected in this Declaration.

Weil's Connections with Debtors

6. Weil compiled responses to the foregoing inquiries for the purpose of preparing this Declaration. Responses to the inquiry described in paragraph 5(f) above reflect that, as of the Engagement Date, no Weil personnel or member of the household of any Weil personnel holds any claims against, stock of, or other interests in the Debtors and that no such individuals held significant employment with the Debtors. A retired Weil partner is the spouse of a Bankruptcy Judge for the United States Bankruptcy Court for the Southern District of New York, and certain Weil attorneys clerked or otherwise worked with certain Bankruptcy Judges in the Southern District of New York. A former Weil attorney who is currently a law clerk to the Honorable Stuart M. Bernstein is in a relationship with a current Weil attorney. An associate in Weil's London office, who will be screened from this matter, was recently seconded to one of Weil's client's where she participated in a potential bid for the Debtors' Peruvian business.

7. Weil has not rendered legal services to the Debtors or their non-Debtor affiliates prior to these Chapter 11 Cases.

**Weil's Connections with Parties in Interest
in Matters Unrelated to these Chapter 11 Cases**

8. Either I, or an attorney working under my supervision, reviewed the connections between Weil and the clients identified on the Client Match List, and the connections between those entities and the Debtors. After such review, either I, or an attorney working under my supervision, determined, in each case, that Weil does not hold or represent an interest that is adverse to the Debtors' estates and that Weil is a "disinterested person" as such term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, for the reasons discussed below.

9. Weil previously represented, currently represents, and may, in the future, represent the entities (or their affiliates) described below, in matters unrelated to the Debtors. These disclosures, attached hereto as **Exhibit 2** (the “**Disclosure Schedule**”), are the product of implementing the Firm Disclosure Procedures. An entity is listed as a “Current Client” on the Disclosure Schedule if Weil has any open matters for such entity or a known affiliate of such entity and attorney time charges have been recorded on any such matters within the past two (2) years. An entity is listed as a “Former Client” on the Disclosure Schedule if Weil represented such entity or a known affiliate of such entity within the past two (2) years based on recorded attorney time charges on a matter, but all matters for such entity or any known affiliate of such entity have been formally closed. Weil has not represented, does not represent, and will not represent any entities listed on the Disclosure Schedule in matters directly related to the Debtors or these Chapter 11 Cases.

10. To the best of my knowledge and information, the annual fees for the last twenty-four (24) months paid to Weil by any entity listed on the Disclosure Schedule did not exceed one percent (1%) of the Firm’s annual gross revenue.

11. In addition to the foregoing, through diligent inquiry, I have ascertained no connection, as such term is used in section 101(14)(C) of the Bankruptcy Code, as modified by section 1107(b) and Bankruptcy Rule 2014(a), between Weil and (i) the U.S. Trustee or any person employed by the U.S. Trustee, (ii) any attorneys, accountants, or financial consultants in these Chapter 11 Cases, or (iii) any investment bankers who represent or may represent the Debtors, claimants, or other parties in interest in these Chapter 11 Cases, except as set forth herein and on the Disclosure Schedule. As part of its practice, Weil appears in cases, proceedings, and transactions involving many different attorneys, accountants, financial

consultants, and investment bankers, some of whom now, or may in the future, represent claimants and other parties in interest in these cases. Weil has not represented, and will not represent, any of such parties in relation to the Debtors or the Chapter 11 Cases. Weil does not have any relationship with any such attorneys, accountants, financial consultants, or investment bankers that would be adverse to the Debtors or their estates.

12. In particular, William A. Brandt, Jr. is the chapter 11 trustee (“**Chapter 11 Trustee**”) for CFG Peru Singapore. Separately, Mr. Brandt is also the Chief Restructuring Officer of, Aéropostale, Inc. and its affiliated chapter 11 debtors (collectively, “**Aéropostale**”), and the company with which Mr. Brandt is affiliated, Development Specialists, Inc. (“**DSI**”), has been retained by Aéropostale. Weil serves as bankruptcy counsel for Aéropostale. Weil does not represent and has not provided any services to Mr. Brandt or DSI in connection with the Debtors or these Chapter 11 Cases.

13. Additionally, Weil has represented, and may currently represent, entities that hold, or may, in the future, hold certain of the Debtors’ debt in beneficial accounts on behalf of unidentified parties. Because distressed debt is actively traded in commercial markets, Weil may be unaware of the actual holder of such debt at any given moment. Weil also represents numerous entities in unrelated matters that may buy and/or sell distressed debt or claims of chapter 11 debtors. Certain of the parties-in-interest in these Chapter 11 Cases are or were, from time to time, members of ad hoc or official creditors’ committees represented by Weil in matters unrelated to these Chapter 11 Cases. In such instances, Weil only represented the committee or group, and did not represent the creditors in their individual capacities. Weil does not and will not represent any of these parties in connection with these Chapter 11 Cases.

14. Despite the efforts described herein to identify and disclose Weil's connections with the parties in interest in these Chapter 11 Cases, because the Debtors have numerous relationships, Weil is unable to state with certainty that every client relationship or other connection has been disclosed. In this regard, Weil will continue to apply the Firm Disclosure Procedures. If any new material, relevant facts, or relationships are discovered or arise, Weil will promptly file a supplemental disclosure with the Court.

Weil Is Disinterested

15. Based on the foregoing, insofar as I have been able to ascertain after diligent inquiry, I believe Weil does not hold or represent an interest adverse to the Debtors' estates in the matters upon which Weil is to be employed, and Weil is "disinterested" as such term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code.

Weil's Retainer, Rates, and Billing Practices

16. Weil is not a creditor of the Debtors. Weil did not receive any payments from the Debtors during the ninety (90) day period prior to the Commencement Date or prior to the Engagement Date.

17. Weil intends to charge the Debtors for services rendered in these Chapter 11 Cases at Weil's normal hourly rates in effect at the time the services are rendered. Weil's current customary hourly rates, subject to change from time to time, are \$950.00 to \$1,400.00 for members and counsel, \$510.00 to \$930.00 for associates, and \$220.00 to \$375.00 for paraprofessionals. To minimize any potential effect on the Debtors' estates as a result of retaining Weil as the lead bankruptcy counsel, Weil has agreed with the Debtors to voluntarily

write-off certain fees as a transition expense from its initial bills in these Chapter 11 Cases as we familiarized ourselves with the Debtors' businesses and the Chapter 11 Cases.

18. Weil also intends to seek reimbursement for expenses incurred in connection with its representation of the Debtors in accordance with Weil's normal reimbursement policies, subject to any modifications to such policies that Weil may be required to make to comply with the General Order M-412 (*Order Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals*, dated December 21, 2010 (Gonzalez, C.J.)) ("Order M-412"), Administrative Order M-447 (*Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases*, dated January 29, 2013 (Morris, C.J.)) ("Order M-447"), and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013 (the "U.S. Trustee Guidelines"; together with Order M-412 and Order M-447, the "Fee Guidelines"), the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any further order of the Court, including but not limited to, this Court's *Order Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals* [ECF. No. 199], for all professional services performed and expenses incurred after the Engagement Date. Weil's disbursement policies pass through all out-of-pocket expenses at actual cost or an estimated actual cost when the actual cost is difficult to determine. For example, with respect to duplication charges, Weil will charge \$.10 per printed page because the actual cost is difficult to determine. Similarly, as it relates to computerized research, Weil believes that it does not make a profit on that service as a whole, although the cost of any particular search is difficult to ascertain. Other reimbursable expenses (whether the service is performed by Weil in-house or

through a third-party vendor) include, without limitation, facsimiles, toll calls, overtime, overtime meals, deliveries, court costs, cost of food at meetings, transcript fees, travel fees, and clerk fees.

19. Pursuant to section 328(a), the Debtors have requested that, within three (3) calendar days after entry of an order by the Bankruptcy Court authorizing the Debtors to retain and employ Weil, Pacific Andes Enterprises (HK) Limited (“**PAE HK**”), a non-Debtor affiliate, provide Weil with a general retainer in the amount of \$1,500,000 for services provided and to be provided to the Debtors (the “**Retainer**”), which may be increased from time to time up to an aggregate amount of \$5,000,000 without further order of the Court.⁶

20. A “*Lar Dan*” declaration from Ng Joo Puay, the authorized representative of PAE HK, in support of the Retainer is attached as **Exhibit C** to the Application.

21. No promises have been received by Weil, or any member, counsel, or associate of Weil, as to payment or compensation in connection with its representation of the Debtors in these Chapter 11 Cases other than in accordance with the provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Fee Guidelines.

22. Furthermore, Weil has no agreement with any other entity to share compensation received by Weil or by such entity.

23. The Application requests approval of Weil’s retention on rates, terms, and conditions consistent with what Weil charges non-chapter 11 debtors, namely, prompt payment of Weil’s hourly rates, as adjusted from time to time, and reimbursement of out-of-pocket disbursements at cost or based on formulas that approximate the actual cost where the actual cost

⁶ PAE HK has also provided Weil with a general retainer in the amount of \$500,000 for services provided and to be provided to PAE HK and National Fish and Seafood, Inc., a non-Debtor affiliate based in the United States. Weil will not represent either of these non-Debtor affiliates in matters adverse to the Debtors or their estates.

is not easily ascertainable. Subject to these terms and conditions, Weil intends to apply for allowance of compensation for professional services rendered in these Chapter 11 Cases and for reimbursement of actual and necessary expenses relating thereto, in accordance with the applicable provisions of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Fee Guidelines.

Coordination with Other Professionals for Debtors

24. Weil is aware that the Debtors have submitted a separate application to retain KWJS&S as conflicts counsel for all of the Debtors. Weil is also aware that the Debtors currently employ Goldin Associates, LLC to provide restructuring services and RSR Consulting, LLC to provide financial consultancy services. In addition, Weil understands that the Debtors intend on retaining a claims, noticing, voting, and administrative agent. Weil, in conjunction with the Debtors' management, intends to carefully monitor and coordinate the efforts of all professionals retained by the Debtors in these Chapter 11 Cases and will delineate their respective duties so as to prevent duplication of services whenever possible.

Attorney Statement Pursuant to Fee Guidelines

25. Weil will make reasonable effort to comply with the U.S. Trustee's request for information and additional disclosures as set forth in the U.S. Trustee Guidelines in connection with the Application and any interim and/or final fee application(s) to be filed by Weil in these Chapter 11 Cases.

26. The following is provided in response to the request for additional information set forth in Paragraph D.1 of the U.S. Trustee Guidelines.

Question: Did you agree to any variations from, or alternatives to, your standard or customary billing arrangements for this engagement?

Response: No.

Question: Do any of the professionals included in this engagement vary their rate based on the geographic location of the bankruptcy case?

Response: No.

Question: If you represented the client in the twelve (12) months prepetition, disclose your billing rates and material financial terms for the prepetition engagement, including any adjustments or discounts offered during the twelve (12) months prepetition. If your billing rates and material financial terms have changed postpetition, explain the difference and the reasons for the difference.

Response: Weil did not represent the Debtors.

Question: Has your client approved your prospective budget and staffing plan, and, if so, for what budget period?

Response: Weil is developing a prospective budget and staffing plan for these chapter 11 cases for the period beginning February 2017 and ending April 2017. Weil and the Debtors will review such budget following the close of the budget period to determine a budget for the following period. Our client is always included in staffing decisions, and staffing remains the client's prerogative.

27. The foregoing constitutes the statement of Weil pursuant to sections 327(a), 329, and 504 of the Bankruptcy Code and Bankruptcy Rules 2014(a) and 2016(b).

I declare under penalty of perjury that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Executed this 16th day of March, 2017

/s/ Matthew S. Barr

Matthew S. Barr

Member, Weil, Gotshal & Manges LLP

Exhibit 1

Retention Checklist

Associated Cases

CFG Investment S.A.C.
CFG Peru Investments Pte. Limited (Singapore)
CFGL (Singapore) Private Limited
Champion Maritime Limited (BVI)
Chanery Investment Inc. (BVI)
China Fisheries International Limited (Samoa)
China Fishery Group Limited (Cayman)
Corporacion Pesquera Inca S.A.C.
Fortress Agents Limited (BVI)
Growing Management Limited (BVI)
N.S. Hong Investment (BVI) Limited
Ocean Expert International Limited (BVI)
Pacific Andes International Holdings Limited (Bermuda)
Pacific Andes Resources Development Limited
Pickenpack Europe GmbH
Pickenpack Holding Germany GmbH
Pickenpack Production Luneburg GmbH
Protein Trading Limited (Samoa)
Smart Group Limited (Cayman)
South Pacific Shipping Agency Limited (BVI)
Super Investment Limited (Cayman)
Sustainable Fishing Resources S.A.C.
Target Shipping Limited (HK)
TST The Seafood Traders GmbH

Chapter 11 Trustee and Professionals

Hogan Lovells US LLP
Quinn Emanuel Urquhart & Sullivan, LLP
Skadden, Arps, Slate, Meagher & Flom LLP
William J. Brandt, Jr.

Debtors and Related Entities

ACE Field Limited (BVI)
Admitted Agents Limited (BVI)
Alliance Capital Enterprises Limited (HK)
Andes Agency Limited (HK)
Aqua Foods (Qingdao) Ct. Ltd. (PRC)
Aqua Management Limited (BVI)
Atlantic Pacific Fishing (Pty) Ltd
Best Concept (Far East) Limited (HK)
Bestmate Investments Limited (Samoa)

Bonaire Developments Limited (BVI)
Brandberg (Mauritius) Investments Holding Ltd
Brandberg Namibia Investments Compa
CFG Investment S.A.C. (Peru)
CFG Investments Shanghai Ltd. (P PRC
CFG Peru Investments Pte. Ltd. (Singapore)
CFGL (Singapore) Private Limited
Champion Maritime Ltd (BVI)
Champion Shipping Limited (BVI)
Chanery Investment Inc. (BVI)
Chasterton Group Limited (BVI)
Chiksano Management Ltd
China Cold Chain Food Products Trade
Development Limited (BVI)
China Cold Chain Group Limited (BVI)
China Fisheries International Limited (Samoa)
China Fishery Group Limited (Cayman)
China Fishery Group Limited (HK)
CJSC Invest Group
Clamford Holding Limited (BVI)
Concept China Investment Limited (HK)
Corned Limited (HK)
Consorcio Vollmacht S.A.C. (Peru)
Copeinca AS (Norway)
Copeinca International S.L.U. (Spain)
Copeinca SAC (Peru)
Corporacion Pesquera Frami S.A.C. (Peru)
Corporacion Pesquera Inca S.A.C. (Peru)
Davis Limited (HK)
Dynamic Choice Limited (HK)
Emerald Nirwana Sdn. Bhd. (Malaysia)
Eurofish Limited Company (BVI)
Europaco (AP) Limited (BVI)
Europaco (BP) Limited (BVI)
Europaco (EP) Limited (BVI)
Europaco (GP) Limited (BVI)
Europaco (HP) Limited (Hong Kong)
Europaco (QP) Limited (Samoa)
Europaco Limited (BVI)
Excel Concept Ltd
Fantastic Buildings Limited (BVI)
Fastact Group Limited (BVI)
Fortress Agents Limited (BVI)
Fortune Midas Limited (BVI)
Full Enrich Limited (HK)
Gain Star Management Ltd

Gelmer SAS (France)
Global Research Group Inv. (BVI)
Global Research Services Inc. (BVI)
Glorious Ocean Limited (HK)
Golden Target Pacific Limited
Grand Success investment (Singapore) Pte Ltd
Grandluck Enterprises Limited (HK)
Grandway Capital Resources Limited (HK)
Grandwell Investment Group Ltd
Growing Management Limited (BVI)
Heng Holdings (BVI) Limited
Hill Cosmos International Ltd
Inmobiliaria Y Constructora Pahk S.A.C. (Peru)
Inmobiliaria Gainesville S.A.C. (Peru)
Inversiones Pesqueras West S.A.C. (Peru)
J. Wiludi & Asociados SAC (Peru)
J. Wiludi & Asociados Consultores En Pesca SAC (Peru)
Join Power Assets Limited (BVI)
Kyoshoku Marketing Co. Limited (Japan)
Kyoshoku Company Limited
Lions City Investment Inc. (BVI)
LLC Investment Company Kredo (Russia)
Loyal Mark Holdings Ltd
Macro Capitales S.A. (Panama)
Metro Island International Ltd
Mission Excel International Ltd
Modem Energy Holdings Limited (BVI)
N.S. Hong Investment (BVI) Limited
National Fish and Seafood Inc. (US)
National Fish and Seafood Ltd (HK)
Natprop Investments Limited (Coop Islands)
New Millennium Group Holdings Limited (BVI)
NFS Management Ltd (HK)
Nidaro International Limited (BVI)
Nippon Fishery Holdings Limited (BVI)
Nouvelle Foods International Limited (BVI)
Ocean Expert International Limited (BVI)
Ocean Kingdom Enterprises Limited (HK)
Orm Profits Limited (BVI)
Orient Ocean Limited (BVI)
PA Capital Investment Limited (BVI)
Pacific Andes (EP) Limited (BVI)
Pacific Andes (Europe) Limited (BVI)
Pacific Andes (HP) Limited (HK)
Pacific Andes Development Limited (BVI)
Pacific Andes Development Sdn. Bhd. (Malaysia)

Pacific Andes Enterprises (BVI) Limited
Pacific Andes Enterprises (Hong Kong) Ltd.
Pacific Andes Food (BVI) Limited
Pacific Andes Food (Hong Kong) Company Limited
Pacific Andes Food Limited (PRC)
Pacific Andes International Holdings Limited (Bermuda)
Pacific Andes International Holdings (BVI) Limited
Pacific Andes Resources Development Limited
Pacific Andes Treasury Management Ltd (BVI)
Pacific Andes Vegetables, Inc. (BVI)
Pacific Fruit Trading Limited (HK)
Paco Alpha Limited (BVI)
Paco Beta Limited (BVI)
Paco Gamma Limited (BVI)
Paco Kappa Limited (BVI)
Paco Sigma Limited (BVI)
Paco Theta Limited (BVI)
Paco Zeta Limited (BVI)
Paco-EP Limited (Cyprus)
Paco-GP Limited (Cyprus)
Paco-HP Limited (Cyprus)
Pacos (QP) Limited (Cyprus)
Pacos Processing Limited (Cayman)
Pacos Trading Limited (Cayman)
PAE Ltd.
PARD Trade Limited (BVI)
Parkmond Group Limited (BVI)
Peaklane Development Limited (BVI)
Peaksville Limited (UK)
Pelican Food Limited (BVI)
PFB Fisheries BV (Netherlands)
Pickenpack Europe GmbH
Pickenpack Holding Germany GmbH (Germany)
Pickenpack Production Liineburg GmbH
Pioneer Logistics Ltd. (BVI)
Poweroute Limited (BVI)
Powertech Engineering (Qingdao) Co.
Premium Choice Group Limited (BVI)
Protein Trading Limited (Samoa)
Qingdao Canning Foodstuff Co. Limited (PRC)
Qingdao New Millennium Food Co. Ltd. (PRC)
Qingdao Pacific Andes Farm Co. Ltd. (PRC)
Qingdao Pacific Andes Food Limited (PRC)
Qingdao Pacific Andes International
Trading Company Limited (BVI)
Quality Food (Singapore) Pte. Limited (Singapore)

Rawley Trading Limited (BVI)
Rich Reward Assets Limited (BVI)
Rich System Limited (HK)
Richtown Development Limited (BVI)
Ringston Holdings Limited (Cyprus)
Sahara Investment Group Limited
Sea Capital International Ltd
Sevenseas Enterprises Limited (BVI)
Superb Choice Int't Limited (BVI)
Trade Ocean Limited (BVI)
TST The Seafood Traders GmbH
Turbo (Asia) Ltd. (HK)
Shine Bright Management Ltd
Smart Group Limited (Cayman)
South Pacific Shipping Agency Ltd. (BVI)
Super Investment Limited (Cayman)
Sustainable Fishing Resources SAC
Sustainable Pelagic Fishery S.A.C. (Peru)
Target Shipping Limited (HK)
Toyama Holding Ltd
Value Food Supply Limited (BVI)
Vision Invest Limited (BVI)
Waton Enterprises Limited (HK)
Wealthy Nation Holdings Limited (BVI)
Well Hope International Limited (BVI)
Xinxing Foodstuffs (Qingdao) Company Limited (PRC)
Zhonggang Fisheries Limited

Joint Liquidators' Report to Creditors

Alatir Limited
Eastern Caribbean Supreme Court in the High Court of Justice, British Virgin Islands
China Fishery Group Limited
China Fisheries International Limited
Deloitte Touche Tohmatsu
Europaco Limited
Fading Cape Limited
Ng Joo Puay, Frank
Hangzhou Investments Limited
The Hongkong and Shanghai Banking Corporation Limited
Ng Joo Siang
Metro Win Inc Limited
Nikita Demine
Nouvelle Foods International Limited
Pacific Andes Food (Hong Kong) Limited
Pacific Andes Enterprises (BVI) Limited
Pacific Andes International Holdings

Pacific Andes Resources Development Limited
Mikhail Durasevach
Ng Puay Yee, Annie
Ng Puay Yee, Jessie
Solar Fish Trading Limited
Palanga Limited
PARD Trade Limited
Parkmond Group Limited
PricewaterhouseCoopers
Perun Limited
People's Republic of China
Teh Hong Eng Investments Holding Limited
Trade Ocean Limited
Richtown Development Limited
Zolotaya Orda Limited
Taylor, Joshua
Morton, Ian

Officers and Directors (including Joint Provisional Liquidators)

Alexandrou, Yianna
Beighton, Kris
Brough, Paul Jeremy
Chan, Tak Hei
Feng Junyan Janine
First Treasure Development Ltd.
Lawson, Alexander
Lynn Wan Tiew Leng
Lew, V. Robert
Lim, Soon Hock
Middleton, Edward Simon
Ng, Joo Kwee
Ng, Joo Thieng
Ng, Joo Puay
Ng, Joo Puay, Frank
Ng, Puay Yee
Ng, Puay Yee, Annie
Ng, Puay Yee, Jessie
Ng, Weng Sin
Nguyen, Van Tu, Peter
Power, Fergal Thomas
Quock, Wee Lin
Siewart, Patrick Thomas
Sung, Yu Ching
Sutherland, David
Tao, Kwok Lau, Clement
Tan, N giap Joo

Tan Sam - Ju
Teh, Hong Eng
Tse, ManBun
Yeo Poh Noi Caroline

Top Equity Holders (5% or More for Publicly Traded Entities)

Carlyle
Chan, Yiu Fai
Jade China
JCNG Investment Limited
Lee, Po Chun
Ng, Joo Puay
Ng, Joo Thieng
Ng, Joo Yau
NJK Investment Ltd.
Pacific Innovation (BVI) Limited
R & J Investment Limited
Teh, Hong Eng

Noteholders

Arkkan Capital Management Ltd
Cowell & Lee Advisors Limited
Citicorp International Limited
Davidson Kempner Capital Management
Och-Ziff Capital Management Group LLC
Serica Partners Limited
TMF Trustee Limited
Value Partners Group Ltd

Lenders & Depositary Banks

Agricultural Bank of China
Banco de Credito del Peru Copeinca
Bank of America, N.A.
Bank of China
Bank of Communications
Bank of Panshin
Chailease International Financial Services Co.
Chang Hwa Commercial Bank, Ltd.
China CITIC Bank International Limited
China Minsheng Banking Corp, Ltd.
Cooperatieve Centrale Raiffeisen- Boerenleenbank B.A.
DBS Bank (Hong Kong) Limited
Institutional Banking Group
Deutsche Bank Luxembourg S.A.
Entie Commercial Bank Co.
First Commercial Bank, Ltd.

Fubon Bank (Hong Kong) Limited
Huaxia Bank
HSBC
TMF Trustee Limited
Industrial and Commercial Bank of China
KBC Bank Limited
Malayan Banking Berhad, Hong Kong Branch
Rabobank International (Hong Kong Branch)
Rabobank Netherland
Rabobank Frankfurt
Standard Chartered Bank (Hong Kong) Limited
Taiwan Cooperative Bank, Ltd.
Taiwan Shin Kong Commercial Bank Company Limited
Taishin International Bank
Taipei Fubon Commerical Bank Co., Ltd.
The Hongkong and Shanghai Banking Corporation Limited
UniCredit Bank AG
United Overseas Bank Limited (Hong Kong Branch)

Top 50 Unsecured Creditors on a Consolidated Basis (Excluding Insiders)

Alatir Ltd.
Andes Int; Qingdao Shp 4F
Andes Int'l Qingdao Ship
Andes Int'l Shpng Agcy
Atl Pacific Fishing Ltd.
Baker & McKenzie
Bank of America, N.A.
Baraka Seari Limited
Brndbrg Mrt. Invst Hldng
Brndbrg Nam Invnt. Co.
China CITIC Bank Intl Ltd.
CITIC
City N. Dst, Shanghai Elec.
DBS
DBS Bank (HK) Ltd.
Deloitte & Touche Fin. Adv.
Deloitte Touche Tohmatsu
DLA Piper Hong Kong
Epiq Systems Limited
Fubon/Fubon Bank
Grant Thornton Recovery
Guangtai Trading Ltd.
HSBC
Maybank
Meridian Invst. Group Pte
Mourant Ozannes Serv Ltd.

Perun Ltd.
PricewaterhouseCoopers Ltd.
Qingdao Drfng Gng Co Ltd.
Qingdao Jncai Plgic Fish
Qingdao Shngbngkn Trd.
Rabobank
Rabobank Intl., HK
Rabobank NFS Finance
Rngchng Hetai Shngm Co.
Rngchng Lngyn Ship Agcy
RSM Corp Advisory HK Ltd.
Sang II Trading Co. Ltd.
Sang II Trading Co. Ltd.
Shangong Haoyuntong Nets Technology Co., Ltd.
Shell Marine Prod Sing
Sifang Dist Haiynbo Ship
Standard Chartered Bank
Standard Chartered Bank (HK) Ltd.
Taishin
Tapei Fubon Com Bk Co. Ltd.
TMF Trustee Ltd.

Debtors' Professionals

Ashurst LLP
AS W Law Limited
Drew & Napier LLC
Forbes Hare LLP
Goldin Associates, LLC
Howse Williams Bowers
Leung Wai Law Firm
Klestadt Winters Jureller Southard & Stevens, LLP
Meyer, Suozzi, English & Klein, P.C.
Osterling Abogados
RSR Consulting, LLC

Ordinary Course Professionals

B.A.C.S. Private Limited
Baker & McKenzie
Bernard Ng
BMI Appraisals Limited
David Lim & Partners LLP
Deloitte & Touche LLP
Deloitte Touche Tohmatsu
Drew & Napier LLC
Epiq Systems Limited
Estera Corporate Services (HK) Limited

Forbes Hare
GenNex Financial Media Limited
Haldanes
Justin Ho
Kwon Yih & Chan
Liaoning Movictor Law Firm
PA Corporate Advisory (Hong Kong) Limited
Tricor Services Limited

Creditors of Debtors

Alatir Limited
Alfa Laval (China) Ltd
Andes Int'l (Qingdao) Shipping Agency
Ashurst Hong Kong
Ang Sze Wee Erik
Baker & McKenzie
Bank of America, N.A.
Baraka Seari Limited
Boardroom Corporate & Advisory Services Pte Ltd
Boardroom Corporate Services (HK)
Business Consultants Limited
Cistar Tech Hk Ltd.
City North District, Shanghai Electricity
Champion Maritime Limited (BVI)
Chan Tak Hei
Chee Hoong Chee
Chen Mingkang
Cheng Peck Lee
Cheong Kai Tjieh Augustine
China CITIC Bank International Limited
CFG Investments S.A.C. Peru
CFG Peru Inv. Ptd. Ltd. (Singapore)
CFG (Singapore) Private Limited
Champion Maritime Limited (BVI)
Chanery Invetsment Inc. (BVI)
China Fisheries Intl Ltd (Samoa)
China Fishery Group Limited
China CITIC Bank Intl Ltd
Coperatieve Rabobank, U.A.
Copeinca AS (Norway)
Coperatieve Rabobank, U.A., Hong Kong Branch
Corporacion Pesquera Inca S.A.C. (Peru)
Huatong Electrical Distribution Department
Creation One Management Limited
David Lim & Partners
Deloitte & Touche Financial Advisory Service Ltd

Deloitte Touche Tohmatsu
DLA Piper Hong Kong
Epiq Systems Limited
Foo Seak Chee
Fortress Agents Limited (BVI)
Fuji Trading Co., Ltd.
G.F Marine Service Co., Ltd
GenNex Financial Media Limited
Grant Thornton Recovery
Guangtai Trading Ltd.
Haldanes
Han Kai Ching
Hon & Co
HongKong Haichen International Logistics Ltd
Indokru Pratama Samudra
Industrial and Commercial Bank of China
International Paint (Hong Kong) Ltd
Intraco Global Investment Ltd.
J. Wiludi & Asociados Consultores En Pesca S.A.C.
Jimo Huifengyuan Labour Supply Center
Jiu Li Rope Co., Ltd
JSC DOBROVOLNIY FLOT
Jsi Pacific, Inc.
KCS Corporate Services Pte. Ltd.
Ko Ching Peng Genevieve
Kwok Yih & Chan
Lap Wai Paper Products Investment
Lee Yut Chieng
Lianyungang Zhonglian Fishery Co. Ltd
Lim Chun Yip David
Lim Song-Ann
Lim Soon Hock
Lim Soon Kiat
Limited Liability Co. "Albatros"
Low Soo Chin / Chng Ai Lee
Maskin Ermokhin
Meridian Investment Group Pte Limited
Min Chuan Kueh
Moody's Investors Service Hong Kong Limited
Mourant Ozannes Service (Hong Kong) Ltd
Mu Kwek Fei
Mu Quek Siong
Muna Lim Bt Abdullah
Nantong Antarctic Marine Equipment Co., Ltd
Newbon Marine Co., Ltd.
Ng Joo Kwee

Ng Puay yee Annie
Ng Teng Kuang
NLC Law Asia LLC
Pacific Marine Supply Co. Ltd
Paramount Holdings Limited
Parkmong Group Limited
Perun Limited
PICC Property & Casualty Co Ltd.
Pickenpack Europe GMBH
Pickenpack Holding Germany GMBH
Pickenpack Group
Pickenpack Production Luneburg GMBH
Premium Choice Group Limited
PricewaterhouseCoopers Ltd
Protein Trading Limited
Protein Trading LTE
Qingdao Aodujianuo Trade Co., Ltd
Qingdao Deerfeng Gongmou Co Ltd
Qingdao Dingsheng Ship Fittings Co., Ltd
Qingdao Hanguang Packaging Equipment Co., Ltd
Qingdao Juncai Pelagic Fishery Co., Ltd
Qingdao Jundelong Packing Co. Ltd
Qingdao Lixin Labor Limited Supplies
QINGDAO SHANGBINGKUN TRADING CO., LTD.
Qingdao Sigang Chunlin Stainless Steel Products Business
Qingdao Taihengrui Maringe Co. Ltd
Qingdao Tianhe Pharmaceutical Group
QINGDAO YINGZE HUAGONG CO., LTD
Qingdao Yue Hai Tong Hotel Supplies Co., Ltd
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Rikky & Associates Engineering
Roger Yee Chong Lim
Rongcheng Double Super Mechanical Ang Electrical Co., Ltd
Rongcheng Hetai Shangmao Co. Ltd.
Rongcheng Longyan Shipping Agency Co., Ltd
RSM Corporate Advisory (HK) Ltd
Saga Marine Co., Ltd
Sang Il Trading Co., Ltd.
Sea Trader International Ltd.
Seah Hon Hui
Seah Yang Howe
Seaquest Systems
Shandong Boxing Huachen Steel Plate Co., Ltd
Shangong Haoyuntong Nets Technology Co., Ltd
Shell Marine Products Singapore

Sifang District Haiyuanbo Ship Accessories Supply Center
Singapore Exchange Securities Trading Limited
Sing Exchange SEC TRD LTD
Sinwa (China) Marine Service
Sn Kiat Huang
Solar Fish Trading Limited
Standard Chartered Bank (Hong Kong) Limited
Strategic Financial Relations Limited
Sung Yu Ching
Suparman Wang Chan Tak
Sustainable Fishing Resources S.A.C. (Peru)
Sylmar Group Limited
Tai Geok Choo
TaiZhou HaiGuang Machinery Produce Co., Ltd
Tan Chuang Tong
Tan Guan Lee Company Limited
Tan Hsing Loong
Tan Ngiap Joo
Tay Buan HuatTeo Siew Geok Catherine
Tembusu Investments Ltd
Teng Cheong Guan
Terence Pui Ming SOH
The Hongkong & Shanghai Banking Corp. Ltd.
The Government of the HKSAR
The Hongkong Electric Co., Ltd.
The Incorporated Owners of Hong Kong Plaza
TMF Trustee Ltd.
Trade Ocean Shipping Services
Tricor Secretaries Limited
Tse Man Bun
Tsm Technical Services & Marine
TST The Seafood Traders GMBH
United Overseas Bank Ltd.
UAB "Tralu servisas"
Vera Ching Yin LIEW
Wee Fong Thim
Wee Poh Heng Johnny
Windswept Pte Ltd.
Winston Terence milner
Wong Kahoe / Lim Peck Neo Lillian
Xi Hai Tong Da Marine Service
Xi Hai Tong Da Marine Service Co., Ltd
Yap Peng Leng Karen
Yeoh Phee Eng
Ymuiden Stores Holland B.V.

Labor Unions / Employees

Emelyanov, Roman
Goh, Grace
Ng Puay Yee, Annie
Ng Joo Kwee
Ng Joo Puay, Frank
Nguyen Van Tu, Peter
Lew V Robert
Paniagua Jara, Francisco Javier
Savichev, Alexander
Tarikovics, Vladiir
Tao Kwok Lau, Clement
The, Hong Eng
Tirado, Jose Miguel
TSE, Man Bun
Lim, Soon Hock
Tan, Ngiap Joo
Sung, Yu Ching

Creditors (Chapter 15 Entities)

A & A Const. E.l.R.L.
A & C Eng & Tech S.A.
A & R Remisse Eirl
A Sillon Servicios Eirl
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A&M Seguridad Y Superviven En El Ma
A.P.A.P.P.Emb Del Puerto
Abast. Const. Y Serv. Peru Sac
Abconser Peru Sac
Abs Import Y Represent
Ac Tours S.A.C.
Aceros Navales Vidal E.l.R.L.
Actividades Electromecanicas
Acuicola Mares Del Sur S.A.C.
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Aire Con Technologia Sac
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Albemarco Sac.
Al bites Corzo Ynes Aurelia
Albujar De Sanchez Brigida
Albujar Dsanchez Brigidab
Alcamp Services S.A.C.
Aldea Cordova Erica J acqu
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Almacenera Del Peru S A

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America Express S .A.
America Movil Peru S.A.C.
Amrop Peru S.A.C.
Amsumar S.A.C.
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Andrew Llabal Johnny Chicoma Cruz
Anixter Jorvex S.A.C.
Aom Suministros Indust
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Apapp Emb Dl Prto Tmbo Demora
Apminsur Sac
Aprochicama
Aproferrol S.A.
Apropisco S.A.C
Aptein Sac
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Arana Gutrz Jrge Mercedes
Araujo Lescano Genaro Ale
Araujo Lscno Gnro Aljndro
Arellan Tarazona Julio Cesar
Arellano Invst. De Mkting
Aremar S .R.L.
Armas Garcia Ana Ysabel
Arocutipa Pco Karina Jdth
Arroyo Chavez Gaby Mabel
Ars Ruber Compani S.A.C.
Asap Consulting Group S.A.C
Ascde.Pescad.Artes.Dpto Mal.
Asintep S.A.C.
Asoc De Pescad Artes De P
Asoc De Prod De Harina
Asoc De Product De Ha
Asociacion De Productores De Harina
Ass'n Depescadores Artsn
Assn Deprtva Lima Mrna Clb
Austral Group S.A.A
Av Enriq Canaval Moreyra
Aviles Zapata Carlos Stalin
Ayala Quinones Roberto Jesus
Azabache Caracciolo Eirl
Badinotti Peru S.A.
Bating S.A.C.
Bello Herrera Crls Albrto
Beltran Gris Y Asociados
Bernable Zarate Marlin

Bernuy Curo Carlos Danilo
Blas Oliva Emerita Jsfna
Blondet Medina Armando
Blondet Torres Raul Arm.
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Bonavista S.A.C.
Borja De Pach. Nely Edelm.
Boss-Tech Sociedad Anonima Cerrada
Bp Servicios Globales S.A.C.
Bpo Tank Terminals S.A.C
Caballero Otoya Jaime
Cabrera Bertini Patricia
Cadenas Industriales S.A
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Callao Yache De Hinojosa
Cantuarias Ortz Ls Hbrto
Caporal Ramos Juan Andres
Carnero Eguil. Carmn Lind
Carnero Eguiluz Carmen Lindaura
Carnero Eguiluz Raul Mart
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Carrizales Dejimenez Maria Del Rosario
Caryant E.I.R.L.
Caycho Dulanto Margarita
Cayo Morales Victor Ramon
Cert Del Peru S A Cerper
Certificaciones Del Peru S A Cerper
Cfg Investment S.A.C.
Cgia Ambiental Eirl
Chavez Felipa Yov. Magdl.
Chavez Felipa Y ovana Mag
Chicoma Cruz Andrew L
Chico ma Cruz Andrw Llabal Johnny
Chinchay Caballa Serapio
Chirinos Delfin Carlos Al
Chirinos Delfin Carlos Alberto
Chirinos Delfin Crls Albrto
Chumpitaz Fritz Service S.R.L.
Cia Importadora Derteano & Stucker
Cia.Indust De Pisco S.A.C.
Citra U sa Inc.
Climber World Peru S.A.C.
Climber World Peru S.R.L
Cm Reparaciones Navales Indust. Sac
Cntrl Remoto Y Seguridad Hasac Sociedad
Anonima Cerrada - Coreseha S.A.C.

Co Almacenera S.A.
Code Serv Gen Soc De R.L
Coesti S.A.
Coesti Sa
Coinbiser S.R.L.
Collantes Salv. Nat. Dina
Colpex Intl S.A.C.
Com Lorens Sac
Com Paolas E.I.R.L.
Com Prov Yesica S.R.L
Comercial Del Acero S A
Comercial Proveeduria Yesica S.R.L.
Comercializadora Lorens S.A.C.
Comercializadora Sachun S.A.C.
Comercializadora Y Servicios Bodser
Comercl. Paolas Eirl
Comercl. Sol Y Mar Eirl
Comercl. Y Servs Bodserg
Comfer SA
Compafiia Almacenera S .A.
Comtrate S.A.C.
Con Turis Host El Bumerang
Conf Atlanta Srldta
Conf Cardenas S.A.
Confecciones Atlanta Srldta
Confecciones Cardenas S .A.
Conmetal E.I.R.L.
Consorcio Joviza S.A
Consorcio Serv S.A.C.
Consorcio Servimport Sac
Consrcio Turistico Hostal El Bumerang
E.I.R.L.
Const Y Serv M & S Ei
Const Y Serv Milla Eirl
Constr E Inmobiliaria Sta
Constr Y Repar Marinas
Constr. Y Negocios Multiples Kayros Sac
Construccion Y Servicios Milla E.I.
Construcciones E Inmobiliaria Jj S.
Constructora E Inmobiliaria Standar
Constructora War Sac
Constructora Y Comercializadora Dal
Contugas Sac
Cooperativa De Ahorro Y Credito Efi
Copemargi S.A.C.
Copemary S.A.C.

Coremasa S.A.C.
Corp De Lab De Ensay Clin
Corp E Invers Mar Azul
Corp Hidraulica T ecnica
Corp Horus Mar S.A.C.
Corp Mega Gourmet Sac
Corp Palvar S.A.C
Corp Pesquera Inca Sac
Corp South Naval S.A.
Corp T & T S.A.C.
Corp Walter S.A.C.
Corporacion E Inversiones Mar Azul
Corporacion Empresarial D & B S.A.C.
Corporacion Hidraulica Tecnica Sac
Corporacion Mara S.A.
Corporacion Mega Gourmet S.A.C.
Corporacion Mg Sac
Corporacion Palvar Sac
Corporacion Pesquera Ede Sac
Corporacion Pesquera Herma Sac
Corporacion T & T Sac
Corporacion Walter Sac
Cortijo Hj Manuel Antonio
Costa Gas Chimbote S.A.C.
Costamar Travel Cruise & Tours S.A.C.
Criterium Peru S.A.C.
Critical Sac
Critical Solutions S.A.C.
Csi Renting Peru S.A.C.
Dasha Service E.I.R.L.
Data Consulting Empresa Individual
Dayana Import Peru Sac
De La Cruz Martinez Felix
De La Torre Cadenas Rosa
De Rivero Castro Roberto Victor
Decaman Group Eirl
Denver Ingenieros S.A.C.
Des Pesq Artes De Chancay
Desembarcadero Pesq Artesanal De
Chancay
Det Norske Veritas Sociedad Anonima
Detroit Diesel - Mtu Peru S.A.C.
Dextra Sociedad Anonima Cerradant
Dicomersa S.A.C.
Diez Representaciones Sa
Directv Peru S.R.L.

Disergor S.R.Ltda.
Dist Stefany E.I
Dist Villar E I
Distr Ancash Srl
Distr Cummins Peru S.A.C.
Distr Las Dunas S
Distribuidora Ancash S R L
Distribuidora Cummins Peru S.A.C
Dme Consulting E.I.R.L.
Don Fernando Sac
Donayre Becerra Carlos Jv
Dsd Ingenieros Asociados S.A.C.
Dulanto Huertas Mayra
E & L Florian Servicios G
E & L Florian Servicios Generales S.R.L.
E&J Martinez Ingenieria & Construccion
S.R.L.
Eartec E.I.R.L.
Ebisu Consulting S.A.C.
Eca Martinez Pedro Pablo
Eca Temoche David
Eche Sanchez Gregorio
Echeandia Paiva Augusto
Ecrafys S.R.L.
Eficiencia Electrica E Ingenieria Importadores Sociedad Comercial De Responsabilidad
El Kebir S.A.C
El Pacif.Vida Cia De Seguros Y Reaseg.Sa
El Pacifico Peruano-Suiza Cia Seg Y Rea
El Parque Restaurant S.A.C
El Portillo S.R.L.
Electro Ferro Centro S.A.C.
Electrodata S.A.C.
Electrodunas
Electromecanic Service E.I.R.L.
Electronic Systems International S.
Ellen Chirinos Oswaldo Al
Emapisco S.A
Emj Serv. Mult Srl
Emj Serv. Multiples S.R.L.
Emp Comercializadora
Emp De Serv Mlti Arturo
Emp De Serv Mult La Sol.
Emp De Serv Multiples La
Emp De Serv Tiburon S.A.C.
Emp De Servicios Mult
Emp Nacional De Puertos SA

Emp Pesquera Andrecalix
Emp Pesquera Narcisa De J
Emp Transp Cruz Del Norte
Emp.De Transp Y Mult Grup
Emp.De Transp.Y Multis.Grupo Leo Sa
Emp.Reg.Serv.Pub.Elect.Electrosur S.A.
Emp. Trans.Serv. Grls.Quiromi S. C.R.L.
Empresa De Ingen Y Montaj
Empresa De Servicios Guerrero S.A.C
Empresa De Servicios Tiburon S.A.C.
Empresa De Trans Cruz Del Norte Sac
Empresa De Transp Aur Eirlo
Empresa De Transp Turist
Empresa De Transporte Turistico Olano S.A.
Empresa De Transportes Anticona S.R.L.
Empresa De Transportes Baby Tours S.A.C
Empresa Pesquera Branimar Sac
Empresa Pesquera En Ti Confio Srl
Empresa Pesquera Jesus En Ti Confio Srl
Empresa Pesquera Joalmi Srl
Empresa Pesquera Maria Del Rocio Srl
Empresa Pesquera Saliente Marina Sac
Empresa Pesquera Salomi
Empresa Pesquera Tio Caramelo Srl
Energias Del Mar S.A.C.
Energgroup S.A.
Enerkory S.A.C.
Enrique Cassinelli E Hijo
Enrique Cassinelli E Hijos
Enrique Cassinelli E Hijos Sac
Entel Peru S.A.
Entregas Rapidas S.A.C.
Equip De Sistemas Metalic
Equip Y Controles Indust
Equipos Y Controles Industriales Sa
Ernst & Young Ases S.Civ. De
Ernst & Young Asesores S.Civil De R. L.
Esc.Nac.De Marina Mere. Alm.Miguel
Espnza Fbre Oswaldo Mart
Est Luis Echecopar Garcia
Estacion De Servicio Samoa
Estacion De Servicios Samoa S.A.C.
Estructuras Industriales Ega S A
Estudio Luis Echecopar Garcia S.R.L
Estudio Mufiiz S.A.C.
Estudio Osterling S. Civ

Extintores Coimser S.A.C.
Extintores Coimser S.A.C.
F Eberhardt S A
Fab.Montajes Y Serv Armij
Fabricaciones Indust D&Fe
Faco Ing Soc'd Anonma Cer
Faco Ingenieros Sociedad Anonma Cer
Factoria Agromar S.A.C.
Factoria Miguel Grau S.R.L.
Faemgu E.I.R.L.
Fajas Y Empaquetaduras Gutierrez E.
Famegah Contr Gen S.A.
Fameinduz Sac
Fameinduz Sociedad Anonima Cerrada
Fca Nae De Acum Etna S A
Felipa De Ascona Luisa Ju
Fer Pacifico S.R.L.
Fernandez Heraud & Sanchez Abogados
Ferreyros S.A.
Ferreyros Soc'd Anonima
Fibras Marinas Sa
Fiestas Periche Norberto Rolando
Fiestas Querevalu Percy Rolanod
Fiestas Querevalu Raul Wilfredo
Fishman S.A.C.
Fitcon Group S.A.C.
Flores Taxi K & A S.A.C.
Flottweg Peru S.A.C.
Flow Machines S.A.C.
Flujomatica S.R.L.
Fmrem S.R.L.
Force Seals Security S.A.C.
Full Pak Peru Bulk Containers S.A
Fund Y Maestranza Ind Srl
Fyr Inversiones Comerc
G.I. Industria Peru S.A.C
Gallo Barrios Pickmann Sociedad Civil De Responsabilidad Limitada
Galvezrissozegarra & Asoc
Garrido E.I.R.L.
Generavapor S.A.
Gewalt Peru Sac
Gmc Servicios Industriales S.A.C.
Goalco Ingenieros S.A.C.
Gobierno Regional Piura
Gonzales De Valderrama Maria Magdalena
Gordillo Jacinto Toribia

Grados Dulanto Susana Hortencia
Grafica Montenegro S.A.C
Green Care Del Peru S.A.
Grupo Hierro S.A.C.
Grupo Shanoc S.A
Grupo Tecnologico Del Peru S.A.
Grupo Tranex S.A.C.
Grupo Venture S.A.C
Gs-Hydro Hong Kong Ltd
Guadiamos Garcia Luis Alberto
Guerra LiÝAn Fernando Cesar
Gyakiva Business S.A.C
Haarslev Industries S.A.C.
Hamburg Sud
Hanjin Shipping Co, Ltd
Henry Alvarez Cano Eir
Hidrandina S.A.
Hidroquimica Industrial S.A
Hidrostal SA
High Power S.A.
High Service International S A C
Hnos. Panta Alvarez S.R.L
Hora, Robas-Cassinelli & GonzalesMendez Abogados S.A.C.
Host Y Turis El Parque Ii
Hostal - Rest El Candelabro
Hostal - Restaurant El Candelabra S.A.C.
Hostal Los Flamencos Sac
Hostal Rey E I R L
Hostales Y Turismo El Parque II Sociedad Anonima Cerrada
Hotel Buenos Aires S.R.L.
Hotel Chiribaya S .R.L.
Hotel Nuevo Amanecer E.I.R.L.
Hotel Playa Escondida S.A.C
Huaman Arbulu Jose Julio
Huanri Lopez Sergio
Hydraulic & Hidrostatic Eirl
I Mabri Films S.A.C.
Iberoamericana De Plastic
Iberoamericana De Plasticos S.A.C.
Ibm Del Peru S.A.C.
Iffo Rs Limited
Imp De Rodamientos S.A.C.
Imp Rios Meehan Diessel S
Imp Sihi Chile Ltd Sue Per
Imp Y Repres Orellana S R
Import 360 S.A.C.

Import Y Repres Orellana S R Ltda
Importaciones Gelco Sac
Importaciones Rios Meehan Diessel S
Importadora Sihl Chile Ltda.Suc. Pe
Indust Vetsi Intl S.A.
Industrial Vetsi Internacional S.A.
Industrias De Transformaciones Meta
Industrias Zinke S. A.
Infinito Consultores De Imagen Y Es
Ingenier.Mecanico Metalurg & Consul
Ingenieria, Fabricacion Y Montaje S
Inmaculada Virgen De Guad
Inmaculada Virgen De Guadalupe Sac
Innovaquimica S.A.
Insmersac
Inspect Serv Peru S.A.C.
Inspectorate Services Peru S.A.C.
Inst Mee Y Repar Navales
Instel Maco E.I.R.L.
Inter Test Serv Peru S.A
Inver Divino Cautivo Sac
Inver Karina Eirl
Inver Mares Peru S.A.C.
Inver Pesqueras Don Max S
Inver Pesqueras Snta Hilaria
Inver Seval E.I.R.L.
Inver Turist Marzuq Sac
Inver Turisticas Marzuq
Inver Y Nego Don Julio E
Inver Y Serv La Roca Ete
Invers. Peru Platinum De Chimbote S
Inversiones Flash Eirl
Inversiones Karina Eirl
Inversiones Mares Peru S.A.C.
Inversiones Mav E.I.R.L.
Inversiones Pesqueras Junior Sac
Inversiones Pesqueras Mi Ketty Sac
Inversiones Seval E.I.R.L.
Inversiones Y Proveedor
Inversiones Y Proveedores Amalia Sa
Inversiones Y Serv.La Roca Etema E
Inversiones Y Servicios De Los Ande
Inversiones Y Servicios Generales S
Ione Finc'l Press Limited
Irish Stock Exchange
Isabel Herrera Abogados S. Civil De

Isopetrol Lubricants Del Peru S.A.C

Italmecan S.A.C.

Itgh S.A.C.

Ittsa

J & M Refrigeracion E.I.R.L.

JN Aceros SA

Jacinto Panta Crescendo

Jacinto Panta Cresencio

Jacinto Panta Victorino

Jahesa S.A.

JfHillebrand Chile Ltda

Jrb Consultores Sac

Js Lab Support S.A.C.

Julca Sanchez Reynaldo Trinidad

Kalypzus Services S.A.C

Kalypzus Trading Sac

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Kurmi Color S.A.C.

L.A Electric E.I.R.L.

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Lamartrade Peru S.A.C.

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Lasaponara Distr S.A.

Lau Chung Carlos

Level 3 Peru S.A.

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Limtek Servicios Integrales S.A.

Linde Gas Peru S.A.

Lomote Tamayo Isaac Cecilio

Lopez Avalos Efrain Cirilo

Lopez Avalos Efrain Cirilo

Lopez Diaz Yicenia Carolina

Lsm E.I.R.L.

M & M Trading S.R.Ltda.

M & N Sociedad Comercial De

M & .1<1 Sociedad Comercial De

M Y G Transportes Y Servi

Maclau Servicios Eirl

Macrotecnica S.A.C.

Madueno Calizaya Teodoro Maximo

Man Diesel & Turbo Peru S.A.C.

Mang. Hidraul Y Agricolas E

Mangueras Hidraulicas Y Agricolas E

Mannucci Diesel Sac

Mar De Guerra Del Peru

Mar Nort Invers E.I.R.L.

Mar Seguro Group Sac
Marco Peruana S A
Marco Peruana S A
Mariluz Benites Percy Ceferino
Marines Force S.A.C.
Mamets S.A.C.
Mamets Soc'd Anonima Cer
Martin & Mauricci Consultores Emp.A
Mc Trade S.A.C.
Mediterranean Shipping Co
Mediterranean Shipping Company S.A.
Medrano Rosas Carmen Roci
Mendez Silva Elva Carla
Meneses Bermudez Ruth Elena
Meneses Mostajo Lourdes Soledad
Menzala Motors Sociedad Anonima Cer
Meprotec S.A.C.
Merino Diaz Evelyn Del Rosario
Messer Gases Del Peru Sa
Metalprotec S.A.C.
Metalurgica Quimica Sac
Metro E Ingenieria Lino Sac
Meza Sagastegui Pablo
Min De Transp Y Comu
Ministerio De La Produccion
Miranda Chaves Juan Jose Domingo
Mitsui Osk Lines. Ltd
Mondeo Trading S.A.C.
Monsante Eirl
Montanez Munoz Reynaldo Miguel
Montero Anton Basilides
Montesinos Gomez Marino Primitivo
Moran Muiioz Ever Francisco
Moreno Sandoval Fallon Janina
Mostacero Fajardo Henry Milton
Movitecnica S A
Msiceres S.A.C.
Muyoz Diaz Vicente
Multiservicios Giomar S.R.L.
Multiservicios Tav Eirl
Mun Distr De Chancay
Munayco Valdez, Luis Fernando
Municipalidad Distrital D
Municipalidad Distrital De Chancay
Municipalidad Provincial De Sechura
Municipalidad Provincial Del Santa

Munoz Diaz Vicente
Mys Fabr Y Montajes Eirl
Mys Fabric Y Montajes
N & J Serger S.R.Ltda
Nadia S.A.C
Nautilus Service E.I.R.L.
Navales S.A.C.
Negociaciones Marinas Del Sur E.I.R
Negocios Corp Suarez Sac
Negocios Pesqueros Maxomar Eirl
Negocios Xiomy & Chavely Eirl
Nellagroup S.A.C.
Neptunia
Nesinper S.R.L.
Nexo Lubricantes S.A.
Norsac S.A.
North Atlantic Eirl
Oceanico Group Sea Eirl
Oleaginosa Ruacho S.A.C.
Oleotanks Paita S.A.C.
Olva Courier S.A.C
Omnia Solution S.A.C.
Org Negocios Generales Sa
Oxi Venta Alquiler Y Serv
P & Q Tecnica S.A.C.
Pacifico S.A. Ent. Prestadora De Sa
Paggi Eirl
Paitan S.A.C.
Paitan Sac
Paiva Martinez Eliseo
Panta Ipanaque Venancio
Panta Panta Eduardo
Panta Panta Hector
Panta Panta Leonardo
Panta Panta Pablo Cesar
Panta Periche Crescencio
Panta Periche Froilan
Pazo Reyes Silvestre
Pefia Adrianzen Basilides
Perales & Asociados Abogados S.C.R.
Perales & Asociados, Abogados Socie
Perez Acasiete Viviana Aurelia
Perez Trillo Katherine Da
Perez Trillo Katherine Dassna
Periche E.P. Celestino
Periche Inga Jose Feliciano

Peru Broker S A
Pesq Mi Y ahve Grp Eirl
Pesquera Caral S.A.
Pesquera Cent S.A.C.
Pesquera Dar Sac
Pesquera Diamante S.A.
Pesquera Don Adolfo Eirl
Pesquera Dona Carolina Sa
Pesquera Dofia Paula Eirl
Pesquera Doila Paula Eirl
Pesquera Escar S.A.C.
Pesquera Faipa Srl
Pesquera Gregoria Eirl
Pesquera Hayduk S.A.
Pesquera Jesus Sobre Las Aguas Srl
Pesquera Jose Isidro Sac
Pesquera Kellymar S.R.L.
Pesquera Llenmar E.I.R.L.
Pesquera Mi Carmelita Srl
Pesquera.Mi Chalponcito Eirl
Pesquera Mi Herminia Srl
Pesquera Rosario Sa
Pesquera Tambo Srl
Pesquera Zemar Sac
Petrol Del Peru Petroperu
Petroleos Del Peru Petroperu Sa
Pfc Ent Prestadora De Sa
Pinter Peru S.A.C.
Pinturas International Peru S.A.C.
Polimetales S.A.C.
Port Logistics S.A.C.
Potomac Enterprise S.A.C.
Predictivo Total S.A.C
Premium Choice Grp Ltd
Prentice Segura Enrique
Prime link
Procables S.A.
Productos Perforados Sac
Profish Trading S.A.C.
Promar Sac Brokers
Prov St Teresita E.I.R.L.
Proveedora Comercial S.A.
Proveeduria Angela E.I.R.L.
Proveeduria Juan E.I.R.L.
Proveeduria Santa Teresita E.I.R.L.
Pss Peru Sociedad Anonima Cerrada

Quimica San Andres S.A.C.
Quimicos Goicochea S.A.C.
Quimtia S.A.
Quipu Energia Y Telecom
Quiroz Casta¥Eda Robinson
Quispe Cruz Laura Natividad
R.A. Maquinarias S.A.C
Ragen S.A.
Ramirez Chavez Victor Raul
Ramirez V.P. Luis
Recubrimientos Marinos
Recubrimientos Marinos S.A.C
Redicat Sac
Redimar S.A.C.
Refractarios Peruanos S A
Reinfha S.A.C.
Renova S.A.C.
Rentaequipos Leasing Peru S.A.
Renting SAC
Rep Dorita S.A.C.
Rep Indust Generales Sa
Rep Tyg Sac.
Rep Westfalia Separato
Repar Y Serv Navales Ch
Reparac.Y Servic.Navales Chaval Srl
Reparaciones Mijagui S.A.C.
Reparaciones Navales E Ind.Wrpi Srl
Representaciones Dorita S.A.C.
Representaciones TY G S.A.C.
Repsol Comercial Sac
Restaurant Mi Estrella Sac
Restaurant Y Servicios Jhire S.R.L.
Rimac Peritos - Ingenieros S.R.L.
Rimac Seguros Y Reaseguro
Rimac Seguros Y Reaseguros
Rivera Carnero Johnny
Rivera Carnero Raul Martin
Robinson Marine Electronics S.R.L.
Rodimport S.R.L.
Rodriguez Crisostomo Fem
Rokasa Sac
Romero Bartusiaq Ninel
Roncal Ortiz Amparo Cruz
Rosales Zumaran David
Ruesa Rectificaciones Sac
S. G. Yiyos E.I.R.L.

S.G Natclar S.A.C
Salus Laboris S.A.C.
San Fernando S.A.
Sanchez Damian Carlos Santiago
Sanchez Sipiran Noelia Te
Saneamiento Ecol Gico E.I.R.L.
Santiva y Ez Abogados S.A.
Santo Domingo Cont Gen
Sapiensa Consultores Limitada
Sedalib S.A.
Sedisa S.A.C.
Segemind Sac
Sermurep E.I.R.L.
Serv Gen Capricomio Srl
Serv Gen P & J Ingenieros Sac
Serv Indust De La Marina
Serv Indust Navales
Serv Prof De Buceo Y
Serv Y Represent Gen Esla
ServYTranspOlaechea
Serv. Gen. Mi Niyo Del Milagro Aron
Serv. Industriales Navales Reinaldo
Serv. y Represent. Generales Esla S
Servicios Generales Business Consul
Servicios Generales Dunyor Sac
Servicios Generales P & J
Servicios Generales Soltec S.R.L.
Servicios Industriales De La Marina
Servicios Industriales Emily E.I.R.
Servicios Miv E.I.R.L.
Servicios Tecnicos Mecanicos Culqui
Servicios Trujillo S.R.L
Servicios Turisticos Marias S.R.L.
Servicios Turisticos Takahuay Eirl
Servicios Y Ventas Industriales S.R
Servillantas San Juan S.R.Ltda
Servitransortega E.I.R.L.
Sew Eurodrive Del Peru
Sgs Del Peru S.A.C.
Sigelec S.A.C.
Silva Tafur De Leon Donatila Ofelia
Simons Abogados Soc'd
Sistemas De Telecomunicaciones Eirl
Skandiaverken America S.A.C.
Soc'd Nac'l De Pesqueria
Sociedad Nacional De Pesqueria

Soluciones Termicas Y Acusticas E.I
Sonimar Servicios E.I.R.L.
Spectrum Consulting S.A.C
Spider S.R.L.
Sucesion Intestada Sumar
Sumaj Traveling S.A.C
Syb Ingenieros Sac Syb Sa
Tacch E.I.R.L.
Taxi A La Vista Srltda
Taxi Crucero S.A.C.
Taxi Ya Setar S.A.
Tee De Separacion Sac
Tee Integ De Pesaje Peru
Tee Naval E Ind Ja & Dan
Teen Y Proyecto Peru Sac
Tecnifajas S.A.
Tecnipesca Eirl
Tecnologia Integral De Pesaje E.I.R
Tecnologias De Separacion S.A.C.
Tecnologica De Alimentos S.A.
Telefonica Del Peru Saa
Telefonica Gestión De Servicios Com
Telsat Peru S.A.C.
Temoche Amaya Manuel
Temoche Eche Eusebio Calixto
Temoche Eche Santos Leonardo
Temoche Eche Santos Vicente
Tencologica Alimentos S.A.
Term Portuario Paracas
Terminal Portuario Paracas S.A.
Termodinamica Sa
The Best Option Eirl
The Marine Ingred Org
Top Metal Constr Sac
Tp Consulting Peru Sa
Trabajo Maritime Celendin S.A.C.
Tradi SA
Transfar Supplies Comp Sa
Transfar Supplies Computer S A
Transp El Pino Sac
Transp Rengifo Unidos Sr Ltd
Transp Y Comerc Widachk
Transp Y Maniobras Serl
Transp Y Serv Olaechea
Transp Y Serv. Gener.
Transp Y Servicios M Y E

Transp. Y Servic. Generales Joselit
Transporte El Pino Sac.
Transporte Esperanza Orpi Eirl
Transporte Rengifo Unidos S.R.Ltda
Transporte Y Gruas Chimbote S.R.L.
Transporte Y Turismo Latino S.A.C.
Transportes Esperanza Orpi E.I.R.L.
Transportes Jesus Delgado
Transportes Jk S.A.C.
Transportes L.D.A. Gonzales S.A.C.
Transportes Via Sac
Transportes Y Servicios 0
Trio S.A.
Triton Trading S.A
Truly Peru S.A.C.
Ts Net S.A.
Turismo Express Del Norte S.A.C.
Umi Jidosha S.R.L.
Unilever Andina Peru S.A.
V & F Servicios Generales Sac
V&F Serv Gen S.A.C.
Valdivia Sanchez Rosario Luzgarda
V aneco E.I.R.Ltda.
Vaportec S.A.C.
Vargas De Palma Maria Del Socorro
Vargas Medina Juan Albert
Vargas Medina Juan Alberto
Veg Inversiones S.R.L.
Velebit Group S.A.C.
Vend S.A.C.
Villatty Chavez Luis Albe
Villatty Chavez Luis Alberto
Vision It E.I.R.L.
Vite Group Eirl
Vite Zeta Merardo
Vulco Peru S.A.
Wolters Kluwer Financial Services,
World Integ Logistic Sac
World Integral Logistic S.A.C.
World Survey Services Peru S.A.C.
Yahve Yihre S.R.L.
Y ancari Castro Lizzet Paola
Zambrano Falcon De Perez
Zambrano Falcon De Perez Juana
Zeta Gas Andino S.A.
Zurfel E.I.R.L.

Zurfel Eirl

Bankruptcy Court Judges

Judge Stuart M. Bernstein
Judge Shelley C. Chapman
Judge Robert D. Drain
Judge James L. Garrity
Judge Martin Glenn
Judge Robert E. Grossman
Judge Sean H. Lane
Chief Judge Cecelia G. Morris
Judge Mary Kay Vyskocil
Judge Michael E. Wiles

United States Trustee Office

Victor Abriano
Joseph Allen
Susan Arbeit
Janine L. Aschauer
Stephanie Becker
Christine Black
Kim L. Brownell
Doreen Carcone
Amanda Cassara
Maria Catapano
Erin Champion
Danny A. Choy
Holley Claiborn
Janease Clarke
William E. Curtin
Leiden Czarniecki
John F. Devlin
Karen DiPofi
Alfred M. Dimino
Sherry Doran
George Drapan
Chevonne Ducille
Myrna R. Fields
Joseph H. Flamini
Jill M. Flinton
Rudolph C. Fusco
Susan Golden
William K. Harrington
Erin Hogan
Amy E. Hutzel
Nadkarni Joseph

Andrea Kazyaka-Rowe
Nazar Khodorovsky
Linda Kmiotek
Alicia M. Leonhard
Joann Lomangino
Steven Mackey
Frank Marino
Marylou Martin
Anna M. Martinez
Brian S. Masumoto
Thomas F. McCall
Kim McCabe
Ercilia A. Mendoza
Kari Mitchell
Jennifer J. Morey
Mary V. Moroney
Richard C. Morrissey
Serene Nakano
Nicole Neely
CheukM. Ng
Diana M. Nuss
Bonnie O'Malley
Lisa Penpraze
Anne F. Quinn
Lynda A. Rettagliata
Linda Riffkin
Ilusion Rodriguez
Denise C. Scime'
Deborah Scheff
Kathleen Dunivin Schmitt
Andrea B. Schwartz
Jil Schwartz
Paul K. Schwartzberg
Shannon Scott
Sylvester Sharp
Robert Stavis
Guy A. Van Baalen
Andy Velez-Rivera
Sharon Warner
Rachel Weinberger
Stan Yang
Rhonda J. Zdanowicz
Greg M. Zipes
Jill M. Zubler

Clerk and Deputy Clerk

Vito Genna
Eddie Andino

Governmental Agencies

Internal Revenue Service
U.S. Securities and Exchange Commission
United States Attorney's Office

Litigation Parties & Related Counsel / Professionals

Advocatus Law LLP
Baker & McKenzie International
Bois Schiller Flexner LLP
Bryan Cave LLP
Clifford Chance
Curtis, Mallet-Prevost Colt & Mosle LLP
Davis Polk & Wardwell LLP
Development Specialists, Inc.
DLA Piper LLP
DLA Piper Hong King
Deloitte & Touche Financial Advisory Services Limited
Friedrich von Kaltenborn-Stachau
FTI Consulting
Greenberg Traurig LLP
Halperin Battaglia Benzija, LLP
Haldanes
Kelly Drye & Warren LLP
Kirkland & Ellis
Korea Development Bank
KPMG
Law Office of Aimee P. Levine
Linklaters
Lowenstein Sandler LLP
Luskin, Stern & Eisler LLP
Mayer Brown JSM
Meyer, Suozzi, English & Klein, P.C.
Praxis Energy Agents LLC
Rich Michaelson Magaliff Moser, LLP
Satterlee Stephens Burke & Burke, LLP
SC Chan & Co.
Sidley Austin LLP
The Hongkong and Shanghai Banking Corporation Limited
Walkers
White & Case LLP
In the Matter of the Companies Law (2013 Revision) and In The Matter of China Fishery Group Limited Cause No. FSD 186 QF 2015 (AIJ)

In the Matter of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (CAP 32) and In the Matter of China Fishery Group Limited HCCW 367/2015

Chapter 15 Debtors

Corporacion Pesquera Inca S.A.C.
Pacific Andes Resources Development Limited
Sustainable Fishing Resources S.A.C.

Parties Listed on Schedules and Statements of Financial Affairs

ABB (Hong Kong) Limited
ACL Limited
ACL Limited (BVI)
Admired Agents Limited
Advivatus Law LLP
Agricultural Bank of China
AIG Insurance Hong Kong Limited
Alatir Limited
Alatir Ltd.
Aleksandr Gordeev
Alexander Lawson
Alexander Savichev
Alexy Semerkin
Alfa Laval (China) Ltd.
Anatoly Mikheev
Andes Int. (Qingdao) Shipping Agency Ltd.
Andes International Shipping Agency Ltd.
Andrei Iurev
Annie Ng Puay Yee
Arauca Inversionista S.A.
Ashurst Hong Kong
Ashurst LLP
Asia Insurance Co. Ltd.
Asia Insurance Company Limited
ASW Law Limited
ASW Limited
Atlantic Pacific Fishing (Pty) Ltd.
Aw Ee Tuan
B.A.C.S. Private Ltd.
BACS Private Limited
Baker & McKenzie
Baltimore Strategic Holding Limited
Baltmarco
Bank of America, N.A.
Bank of Communications
Bank of Communications, Qingdao Branch
Baraka Seari Ltd.

Bernard Ng, CPA (Practising)
Bertie Cheng Shao Shiong
Blue Cross (Asia-Pacific) Insurance Ltd.
Blue Willow Limited
Blue Willow Ltd.
Boardroom Corp. & Adv. Services Ltd.
Boardroom Corporate & Adv. Svcs. Pte Ltd.
Boardroom Corporate & Advisory Services
Boardroom Corporate Services (HK) Limit
Brandberg (Mauritius) Investment Company (Pty) Ltd.
Brandberg (Mauritius) Investments Holdings Ltd.
Brandberg Namibia Investments Co (Pty)
Brandberg Namibia Investments Company (Pty) Limited
Business Consultants Limited
CFG Investment S.A.C. (Peru)
CFG Investment SAC
CFG Peru Investment Pte Ltd.
CFG Peru Investment S.A.C. (Peru)
CFG Peru Investments (Pte) Ltd.
CFG Peru Investments Pte Ltd (Singapore)
CFG Peru Investments Pte Ltd. Singapore
CFGL (Singapore) Private Limited
CFGL (Singapore) Private Limited (Singapore)
CFGL Private Limited (Singapore)
Champion Maritime Limited
Champion Maritime Ltd.
Champion Maritime Ltd. (BVI)
Chan Tak Hei
Chan Wai Ting
Chan Yiu Fai
Chanery Investment Inc.
Chanery Investment Inc. (BVI)
Chiksano Management Limited
Chiksano Management Ltd.
China CITC Bank International Limited
China CITIC Bank
China CITIC Bank Int'l. Ltd.
China CITIC Bank International Limited
China CITIC Bank International Ltd.
China Fisheries International Limited
China Fisheries International Limited (Samoa)
China Fisheries International Ltd.
China Fishery Group Limited
China Fishery Group Limited (Cayman)
China Minsheng Bank Corp. Limited
China Minsheng Banking Corp.

Cistar Tech Hk Ltd.
CITIC CLSA Capital Markets Limited
City North District Shanghai electricity
Clamford Holding Limited
Clement Tao Kwok Lau
Consorcio Vollmacht S.A.C. (Peru)
Cooperatieve Centrale Raiffeisen Boerenieenbank, B.A.
Copeinca SAC
Corp Pesquera Inca SAC
Corporacion Pesquera Inca S.A.C.
Corporate Trust & Loan Agency
CSL Mobile Ltd.
David Lim & Partners
David Lim & Partners LLP
DBS Bank (HK) Limited
DBS Bank (HK) Ltd.
DBS Bank (Hong Kong) Limited
DBS Bank Limited
Deloitte & Touche
Deloitte & Touche (ME) & Co. LLC
Deloitte & Touche Financial Advisory Service Ltd.
Deloitte & Touche Financial Advisory Services Limited
Deloitte & Touche Tohmatsu
Deloitte Touche Tohmatsu
Deloitte Touche Tohmatsu Ltd.
Dimitrii Dolgushin
DLA Piper Hong Kong
DLA Piper Hong Kong Ltd.
DLA Piper LLP (US)
Dmitrii Panfilov
Dmitrii Sinelnikov
Dr. Pannen Rechtsanwalte
Drew & Napier LLC
Edward Simon Middleton
Emelyanov Roman Nikolaevich
Epiq Systems Limited
Estera Corporate Services (HK) Limited
Estera Services (Bermuda) Ltd.
Europaco (AP) Limited (BVI)
Europaco (HP) Limited (Hong Kong)
Europaco Limited (BVI)
Europaco Ltd.
Excel Concept Limited
Excel Concept Ltd.
Federal Insurance Company
Feng Junyuan Janine

Fergal Thomas Power
Forbes Hare
Forbes Hare Pte. Ltd.
Forbes Hare Trust
Fortress Agents Limited
Fortress Agents Limited (BVI)
Fortress Agents Ltd.
Frank Ng Joo Puay
Fubon Bank
Fubon Bank (Hong Kong) Limited
Fubon Mortgage Loans
Fuji Trading Co., Ltd.
G.F. Marine Serv. Co., Ltd.
Gain Star Management Limited
Gain Star Management Ltd.
GenNex Financial Media Ltd.
Global Research Group (BVI)
Global Research Group Inc.
Goh Seow Yen
Golden Target Pacific Limited
Golden Target Pacific Ltd (BVI)
Golding Associates, LLC
Grace Goh Seow Yen
Grand Success Investment (Singapore) Pte. Ltd.
Grandwell Investment Group Ltd.
Grant Thornton Recovery & Or. Ltd.
Grant Thornton Recovery & Reorganization Limited
Griffin Marines Travel Consultancy Ltd.
Grigory Turutin
Growing Management Limited
Growing Management Limited (BVI)
Guangtai Trading Ltd.
Haldanes
Haldanes Solicitors and Notaries
Halogen Foundation Singapore
Hill Cosmos International Limited
Hill Cosmos International Ltd.
Hon & Co.
Hong Kong Haichen Int. Logistics Ltd.
Hong Kong Special Admin Region
HSBC
HSBC Pro Fund
HSBC
Andes Int'l Qingdao Shipping Agency Ltd.
Hua Hai Equipment & Engineering Co.
Igor Brant

Igor Durasevich
Igor Maslov
Inmobiliaria y Constructora Pahk S.A.C. (Peru)
Inmobiliaria Gainsville S.A.C. (Peru)
Incorporated Owner of Hong Kong Plaza
Indokru Pratama Samudra
Indokru Pratama Samudra (Pt Seaman)
Industrial and Commercial Bank Corp. Limited
Industrial and Commercial Bank of China
Inmarsat Solutions (Canada) Inc.
International Paint (Hong Kong) Ltd.
IP Sokolov Mikhail YurYevich
Iurii Zadorozhnyi
J. Wiludi & Asciados
Jade China Investments Limited
JCNG Investment Limited
JIMO Huifengyuan Labor Supply Center
Jiu Li Rope Co., Ltd.
Joseph S.C. Chan & Co.
JSC Dobrovolniy Flot
JSI Pacific, Inc.
KBC Bank
KBC Bank Limited
KCS Corporate Service Pte Limited
King & Wood Mallesons
Klestadt Winters Jureller
Konstantin Liakh
Korean Development bank
Kris Beighton
Kwok Lam Kwong, Larry
Kwok Yih & Chan
Kwok Yih & Chan
Lap Wai Paper Products Investment Ltd.
Larry Kwok Lam Kwong
Lee Po Chun
Lee Poh Chun
Lew V. Robert
Lianyungang Zhonglian Fishery Co. Ltd.
Lim Aik Leng
Lim Soon Hock
Limited Liability co "Albatros"
Ling Chuan Marine Equipment Ltd.
Lo Yin Min
Loyal Mark Holdings Limited
Luskin Stern & Eisler, LLP
Lynn Wan Tiew Leng

Macau Jockey Club
Maksim Ermokhin
Malayan Banking Berhad, Hong Kong Branch
Matter of China Fishery Group
Matter of China Fishery Group Limited HCCW 367/2015
Matter of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (CAP 32)
Matter of the Companies Law (2013 Revision)
Max Faith Investments Limited
Max Faith Investments Limited (Samoa)
Maybank
Mayer Brown Rowe & Maw LLP
Mercer Hong Kong Limited
Meridian Investment Group Pte. Limited
Meridian Investment Group Pte. Ltd
Metro Island International Limited
Metro Island Intl Ltd.
Meyer, Suozzi, English & Klein P.C.
Mg Swee Hong Holdings (BVI) Limited
Mgt Corpn S T. Plan NO. 1636
Mission Excel International Limited
Mission Excel Intl Ltd.
Moody's Invst. Serv. HK Ltd.
Mourant Ozannes Serv. Ltd.
MSIG Insurance (Hong Kong) Limited
N.S. Hong Investment (BVI) Limited
Nantong Antarctic Marine Equipment Co. Ltd.
National Fish & Seafood Ltd.
National Fish and Seafood Inc. (HK)
National Fish and Seafood Inc. (US)
National Fish and Seafood Limited
New Venture (BVI) Limited
Newbon Marine Co Ltd.
Ng Joo Yau
Ng Joo Chuan
Ng Joo Kwee
Ng Joo Kwess
Ng Joo Puay
Ng Joo Puay Frank
Ng Joo Siang
Ng Joo Thieng
Ng Joo Yau
Ng Puay Yee
Ng Puay Yee (Jessie)
Ng Puay Yee Annie
Ng Swee Holding (BVI) Limited
Nidaro International Limited

Nippon Fishery Holdings Limited
NJK Investment Ltd.
NKJK Investment Ltd.
NLC Law Asia LLC
Ocean Expert International Limited
Ocean Expert International Limited (BVI)
Ocean Expert Intl. Ltd.
Oleg Gushchin
Oleg Ivanov
Oleg Solovyev
PA Corporate Advisory Services
PA Corporate Advisory Services Ltd.
Pacific Andes Ent (BVI) Ltd.
Pacific Andes Enterprises (BVI) Limited
Pacific Andes Enterprises (HK) Limited
Pacific Andes Food (HK) Co. Ltd.
Pacific Andes International Holdings Ltd.
Pacific Andes Resources Development Limited
Pacific Andes Treasury Management Ltd. (Hong Kong)
Pacific Innovation (BVI) Limited
Pacific Marine Supply Co., Ltd.
Pacos Processing Limited (Cayman)
PAE-HK
Paramount Holdings Ltd.
PARD Trade Limited
Parkmond Group Limited
Patrick Thomas Siewart
Paul Jeremy Brough
Pavel Plornikov
Pavel Zimovin
PCCW
PCCW Pacific Century CyberWorks
Permium Choice Group Ltd.
Perun Ltd.
Peter Nguyen Van Tu
PICC Property & Casualty Co Ltd.
PICC Property and Casualty Company Limit
PICC Property and Casualty Company Ltd.
Pickenpack Europe GmbH
Pickenpack Holding Germany (GmbH) (Germany)
Pickenpack Holding Germany GmbH
Pickenpack Production Luneburg GmbH
Pioneer Logistics Limited
Pioneer Logistics Ltd.
Powertech Engineering (Qingdao) Co. Ltd.
Premium Choice Group Limited (BVI)

Premium Choice Group Ltd.
Premium Choice Limited
PricewaterhouseCoopers Ltd.
Protein Trading Limited
Protein Trading Limited (Samoa)
Protein Trading Ltd.
Qindao Hanguang Packaging
Qingdao Aodujianuo Trade Co., Ltd.
Qingdao Dingsheng Ship Fittings Co. Ltd.
Qingdao Juncai Pelagic Fishery Co., Ltd.
Qingdao Jundelong Packaging Co., Ltd.
Qingdao Lixin Labor Limited Supplies
Qingdao rianhe Pharmaceutical Group
Qingdao Shangbingkun Trading Co. Ltd.
Qingdao Sigang Chunlin Stainless Steel Products Business
Qingdao Taihengrui Maringe Co. Ltd.
Qingdao Yingze Huangong Co. Ltd.
Qingdao Yue Hai Tong
Quck Wee Lin
R&J Investment Limited
Rabobank
Rabobank International (HK)
Rabobank International, HK Branch
Rabobank International, Hong Kong
Rabobank International, Hong Kong Branch
Rabobank NFS Finance
Rabobank Trade Finance
Radio Holland Hong Kong Ltd.
Rajah & Tann
Rajah & Tann Singapore LLP
Reed Smith Richards Butler
Rem Iakovlev
Richtown Development Limited
Rikky & Associates Engineering Co., Ltd.
Ringston Holdings Limited
Ringston Holdings Limited (Cyprus)
Ringston Holdings Ltd
Robert V. Lew
Roman Nikolaevich Emelianov
Roman Ovdiy
Roncheng Hetai Shangmao Co. Ltd.
Rongcheng Double Super Mechanical ang electrical co. ltd.
Rongcheng Longyan Shipping Agency Co.
RSM Corp. Advisory HK Ltd.
RSM Corporate Advisory (Hong Kong) Ltd.
RSR Consulting LLC

Russian Maritime Register of Shipping Ltd.
Ruyek Maritime, Inc.
Saga Marine Co., Ltd.
Sahara Investment Group Pte. Ltd.
Sang II Trading Co Ltd.
Sang II Trading Co., Ltd.
Savichev Alexander
Sea Capital Int. Ltd.
Sea Capital International Limited
Seaquest Systems
Shandong Boxing Huachen Steel Plate Co. Ltd.
Shangong Haoyuntong Nets Technology Co., Ltd.
Shell Marine Products Singapore
Shine Bright Management Limited
Shine Bright Management Ltd.
SHRM Trustees (BVI) Limited
Sidley Austin, LLP
Sifang District Haiyuanbo Ship Accessories Supply Center
Sihuo Boiler Equipment Co. Ltd.
Singapore Exchange Securities Trading Ltd.
Sinwa (China) Marine Service Ltd.
Smart Group Limited
Smart Group Limited (Cayman)
SmarTone Mobile Communications Ltd.
South Pacific Shipping Agency Ltd.
South Pacific Shipping Agency Ltd. (BVI)
Standard Chartered Bank
Standard Chartered Bank (HK) Limited
Standard Chartered Bank (HK) Ltd.
Standard Chartered Bank (Hong Kong) Limited
Standard Chartered Bank (Hong Kong) Ltd.
Standard Chartered Bank, Singapore
Stepan Bessarab
Strategic Financial Relations Ltd.
Sung Yu Ching
Super Investment Limited
Superb Choice International Limited
Superb Choice International Ltd.
Sustainable Fishing Resources S.A.C.
Sustainable Fishing Resources S.A.C. (Peru)
Sustainable Fishing Resources SAC
Sustainable Pelagic Fishery S.A.C. (Peru)
Taipei Fubon Commercial Bank Co., Ltd.
TaiZhou HaiGuang Machinery Produce Co. Ltd.
Tan Ngiap Joo
Tan San –Ju

Tao Kwok Lau, Clement
Tapei Fubon Com Bk Co. Ltd.
Target Shipping Limited
Target Shipping Limited (HK)
Teh Hong Eng
Teh Hong Eng Investment Holdings
Teh Hong Eng Investment Limited
The Bank of China (HK) Ltd.
The Bank of China (HK) Ltd. (Europe)
The Bank of China (HK) Ltd. (US)
The Central Depository (Pte) Ltd.
The Chinese International School Foundation Limited
The Electric of Hong Kong Ltd.
The government of the HKSAR
The HK and Shanghai Banking Corp. Ltd.
The Hong King Golf Club
The Hong Kong and Shanghai Banking Corp. Ltd.
The Hongkong and Shanghai Banking Corp.
The Hongkong Electric Co Ltd.
The Incorporated Owners of Hong Kong Plz.
The Law Offices of Aimee P. Levine
The Securities and Futures Commission
Time Medical Holdings (Pte) Limited
TMF Trustee Limited
TMF Trustee Ltd.
TMF Trustee Ltd. Corporate Trust
Toyama Holding Limited
Toyama Holdings Limited
Toyama Holdings Ltd
Trade Ocean Shipping Services (Pty) Ltd.
Tricor Services Limited
Tricor Services Ltd.
TSE Man Bun
TSM Technical Services & Marine Logistics GmbH
TST the Seafood Traders GmbH
Tuas Power Supply Pte. Ltd.
UAB "Tralu servisas"
United Overseas Bank Limited
United Overseas Bank Limited (EUR)
United Overseas Bank Limited (USD)
United Overseas Bank Limited, Hong Kong Branch
United Overseas Bank Ltd.
Vitautas Vishniauskas
Vladimirs Taraikovics
Weber Shandwick
Wellensiek Rechtsanwalte Part G mbB

White & Case LLP
WSH Capital Limited
Xi Hai Tong Da Marine Service Co. Ltd.
Yeo Poh Noi Caroline
Ymuiden Stores Holland B.V.
Yury Mikolaenko
Yury Veta
Zhonggang Fisheries Limited
Zhonggang Fisheries Ltd. (BVI)

Exhibit 2

Disclosure Schedule

Matched Entity	Relationship to Debtors (per Retention Checklist)	Relationship to Weil
AIG Insurance Hong Kong Limited	Parties Listed on Schedules and Statements of Financial Affairs	Affiliate or Subsidiary of Current Client
American Express S.A.	Creditors (Chapter 15 Entities)	Affiliate or Subsidiary of Current Client
Bank of America, N.A.	Top 50 Unsecured Creditors on a Consolidated Basis (Excluding Insiders) Credit Facility & Depository Banks	Current Client
Carlyle	Top Equity Holders (5% or More for Publicly Traded Entities)	Current Client
China CITIC	Lenders & Depository Banks	Affiliate or Subsidiary of Current Client
Citicorp International Limited	Noteholders	Affiliate or Subsidiary of Current Client
Davidson Kempner Capital Management	Noteholders	Affiliate or Subsidiary of Current Client
Deloitte & Touche LLP	Ordinary Course Professional	Affiliate or Subsidiary of Former and Current Client
Deloitte Touche Tohmatsu	Ordinary Course Professional Top 50 Unsecured Creditors on a Consolidated Basis (Excluding Insiders) Creditor of Debtors	Affiliate or Subsidiary of Former and Current Client
Deloitte & Touche Fin. Adv.	Top 50 Unsecured Creditors on a	Affiliate or Subsidiary of

Matched Entity	Relationship to Debtors (per Retention Checklist)	Relationship to Weil
	Consolidated Basis (Excluding Insiders)	Former and Current Client
Deloitte & Touche Financial Advisory Service Ltd.	Litigation Parties & Related Counsel/Professionals Ordinary Course Professional Creditor of Debtors	Affiliate or Subsidiary of Former and Current Client
Deutsche Bank Luxembourg S.A.	Lenders & Depository Banks	Affiliate or Subsidiary of Current Client
Directv Peru S.r.l.	Creditors (Chapter 15 Entities)	Affiliate or Subsidiary of Current Client
Epiq Systems Limited	Ordinary Course Professional Top 50 Unsecured Creditors on a Consolidated Basis (Excluding Insiders) Creditor of Debtors	Affiliate or Subsidiary of Current Client
Federal Insurance Company	Parties Listed on Schedules and Statements of Financial Affairs	Current Client
Grant Thornton Recovery	Top 50 Unsecured Creditors on a Consolidated Basis (Excluding Insiders) Creditor of Debtors	Affiliate or Subsidiary of Former Client
HSBC	Top 50 Unsecured Creditors on a Consolidated Basis (Excluding Insiders) Credit Facility & Depository Banks	Current Client

Matched Entity	Relationship to Debtors (per Retention Checklist)	Relationship to Weil
KBC Bank Limited	Lenders & Depository Banks	Related to Current Client
KPMG	Litigation Parties & Related Counsel/Professionals	Related to Current Client
Kris Beighton	Officer & Director Officers and Directors (including Joint Provisional Liquidators)	Former Client
Linklaters	Litigation Parties & Related Counsel/Professionals	Current Client
Mercer Hong Kong Limited	Parties Listed on Schedules and Statements of Financial Affairs	Affiliate or Subsidiary of Current Client
Mitsui Osk Lines. Ltd	Creditors (Chapter 15 Entities)	Affiliate or Subsidiary of Current Client
Moody's Investors Service Hong Kong Limited	Creditor of Debtors	Affiliate or Subsidiary of Current Client
Och-Ziff Capital Management Group LLC	Noteholders	Affiliate or Subsidiary of Current Client
PricewaterhouseCoopers Ltd.	Top 50 Unsecured Creditors on a Consolidated Basis (Excluding Insiders) Creditor of Debtors	Affiliate or Subsidiary of Current Client
Quimicos Goicochea S.A.C.	Creditors (Chapter 15 Entities)	Affiliate or Subsidiary of Current Client
Repsol Comercial SAC	Creditors (Chapter 15 Entities)	Affiliate or Subsidiary of Current Client

Matched Entity	Relationship to Debtors (per Retention Checklist)	Relationship to Weil
Singapore Exchange Securities Trading Limited	Creditor of Debtors	Affiliate or Subsidiary of Current Client
Telefonica Del Peru Saa Telefonica Gestion De Servicios Com	Creditors (Chapter 15 Entities)	Affiliate or Subsidiary of Current Client
UniCredit Bank A.G.	Lenders & Depository Banks	Affiliate or Subsidiary of Current Client and Current Client

Exhibit B

Ng Puay Yee Declaration

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

	x
In re	:
CHINA FISHERY GROUP LIMITED	:
(CAYMAN), et al.,	:
Debtors.¹	:
	(Jointly Administered)

**DECLARATION OF NG PUAY YEE IN SUPPORT OF CERTAIN
DEBTORS' APPLICATION PURSUANT 11 U.S.C. § 327(a), FED. R.
BANKR. P. 2014 AND 2016, AND LOCAL RULES 2014-1 AND 2016-1 FOR
AUTHORITY TO EMPLOY AND RETAIN WEIL, GOTSHAL & MANGES LLP AS
ATTORNEYS FOR CERTAIN DEBTORS EFFECTIVE AS OF FEBRUARY 15, 2017**

Pursuant to 28 U.S.C. § 1746, I, Ng Puay Yee, hereby declare as follows:

1. I am the Managing Director of Pacific Andes International Holdings Limited (“PAIH”), the Executive Chairman of Pacific Andes Resources Development Limited (“PARD”), the Chief Executive Officer of China Fishery Group Limited (“CFG”), and an authorized representative of their debtor affiliates, other than CFG Peru Investments Pte. Limited (Singapore) (collectively, the “Debtors”).²

2. I submit this Declaration in support of the application (the “Application”) of the Debtors pursuant to section 327(a) of the Bankruptcy Code, Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rules 2014-1 and 2016-1

¹ The Debtors in these chapter 11 cases are as follows: China Fishery Group Limited (Cayman), Pacific Andes International Holdings Limited (Bermuda), N.S. Hong Investment (BVI) Limited, South Pacific Shipping Agency Limited (BVI), China Fisheries International Limited (Samoa), CFG (Singapore) Private Limited, Chanery Investment Inc. (BVI), Champion Maritime Limited (BVI), Growing Management Limited (BVI), Target Shipping Limited (HK), Fortress Agents Limited (BVI), Ocean Expert International Limited (BVI), Protein Trading Limited (Samoa), CFG Peru Investments Pte. Limited (Singapore), Smart Group Limited (Cayman), Super Investment Limited (Cayman), and Pacific Andes Resources Development Limited (Bermuda).

² As used herein, the term “Debtors” shall not include CFG Peru Singapore unless otherwise stated.

of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), for authority to employ and retain Weil, Gotshal & Manges LLP (“**Weil**” or the “**Firm**”), as lead bankruptcy counsel for the Debtors in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), effective as of February 15, 2017 (the “**Engagement Date**”).³

3. This Declaration is provided pursuant to Paragraph D.2 of the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective November 1, 2013 (the “**U.S. Trustee Guidelines**”). Except as otherwise indicated herein, the facts set forth in this Declaration are based upon my personal knowledge, information provided to me by the Debtors’ employees or advisors, or my opinion based upon knowledge and experience in my role as an officer and director of the Debtors. I am authorized to submit this Declaration on behalf of the Debtors.

4. The Debtors recognize that a comprehensive review process is necessary when selecting and managing chapter 11 counsel to ensure that their bankruptcy professionals are subject to the same client-driven market forces, security, and accountability as professionals in non-bankruptcy engagements.

5. On July 19, 2016, an order was entered by the Court permitting the Debtors (other than PARD) to retain and employ the law firm Meyer, Suozzi, English & Klein, P.C. as general bankruptcy counsel *nunc pro tunc* to the Commencement Date [ECF No. 89]. On October 28, 2016, an order was entered by the Court permitting PARD to retain and employ the law firm Klestadt Winters Jureller Southard & Stevens, LLP as general bankruptcy counsel to PARD [ECF No. 31, Case No. 16-12739].

³ Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Application.

6. The Debtors have determined that it is in their best interests to retain Weil as the lead bankruptcy counsel in the Chapter 11 Cases. As the Debtors have consistently stated, their ultimate goal in commencing these Chapter 11 Cases is to prosecute and implement a comprehensive and holistic restructuring of the Debtors' enterprise. At this time, the various stakeholders in these cases have an opportunity to engage in constructive discussions regarding potential restructuring alternatives and appropriate next steps. The Debtors believe that Weil is the right firm in this context to promote greater stability in these Chapter 11 Cases and advise on the formulation, consummation and implementation of a comprehensive restructuring. The Debtors have selected Weil because of the Firm's extensive general experience and knowledge across multiple complementary practice groups, including, in particular, Weil's recognized expertise in the field of debtors' protections, creditors' rights, and the administration of cases under chapter 11 of the Bankruptcy Code.

7. As Managing Director of PAIH, Executive Chairman of PARD, Chief Executive Officer of CFGL, and an authorized representative for the Debtors, I was actively involved in negotiating the terms of Weil's engagement on behalf of the Debtors. Weil has confirmed to me that the Firm does not vary its billing rates or the material terms of an engagement depending on whether such engagement is a bankruptcy or a non-bankruptcy engagement. To minimize any potential effect on the Debtors' estates as a result of retaining Weil as the lead bankruptcy counsel, Weil has agreed with the Debtors to voluntarily write-off certain fees as a transition expense from its initial bills in these Chapter 11 Cases as it familiarizes itself with the Debtors' businesses and these Chapter 11 Cases.

8. Weil has advised me that its current customary U.S. hourly rates, subject to change from time to time, are \$950.00 to \$1,400.00 for members and counsel, \$510.00 to

\$930.00 for associates, and \$220.00 to \$375.00 for paraprofessionals. Weil has advised me that it will inform the Debtors of any adjustment to its existing rate structure.

9. I am informed by Weil that its attorneys' billing rates are aligned each year to ensure that its rates are comparable to the billing rates of its peer firms. To the extent that there is any disparity in such rates, however, I nevertheless believe that Weil's retention by the Debtors is warranted in these cases for the reasons set forth in the Debtors' Application.

10. Pursuant to section 328(a), the Debtors request that, within three (3) calendar days after entry of an order by the Bankruptcy Court authorizing the Debtors to retain and employ Weil, Pacific Andes Enterprises (HK) Limited ("PAE HK"), a non-Debtor, provide Weil with a general retainer in the amount of \$1,500,000 for services provided and to be provided to the Debtors (the "**Retainer**"), which may be increased from time to time up to an aggregate amount of \$5,000,000 without further order of the Court.⁴ The Debtors consent to PAE HK's funding of the Retainer.

11. A "*Lar Dan*" declaration from Ng Joo Puay, an authorized representative of PAE HK, in support of the Retainer is attached as **Exhibit C** to the Application.

12. I understand that Weil's fees and expenses will be subject to periodic review on a monthly, interim, and final basis during the pendency of these Chapter 11 Cases by, among other parties, the Office of the United States Trustee, the Debtors, and any official committee appointed in these Chapter 11 Cases, in accordance with the terms of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any orders of the Court governing the procedures for approval of interim compensation of professionals retained in these Chapter 11

⁴ PAE HK has also provided Weil with a general retainer in the amount of \$500,000 for services provided and to be provided to PAE HK and National Fish and Seafood, Inc., a non-Debtor affiliate based in the United States. Weil will not represent either of these non-Debtor affiliates in matters adverse to the Debtors or their estates.

Cases, including but not limited to the Court's *Order Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals* [ECF No. 199].

13. As Managing Director of PAIH, Executive Chairman of PARD, Chief Executive Officer of CFGL, and an authorized representative for the Debtors, I supervise and manage legal fees and expenses incurred by the Debtors' outside counsel. I personally review the Debtors' outside counsel invoices and authorize all legal fees and expenses prior to the payment of such fees to outside counsel. In so doing, I ensure that all requested fees and expenses are reasonable and correspond with necessary or beneficial services rendered on behalf of the Debtors and their estates. The aforementioned review and approval process does not differ when the Debtors employ outside counsel for non-bankruptcy cases. Moreover, Weil has informed me that the Debtors will be provided with the opportunity to review all invoices and request adjustments to such invoices to the extent that the Debtors determine that such adjustments are necessary and appropriate, which requests will be carefully considered by Weil.

14. Additionally, on behalf of the Debtors, I understand that I will be responsible for approving a prospective staffing plan, which Weil will prepare and present to the Debtors. I will continue to review the invoices that the Debtors submit and, together with Weil, amend such invoices as necessary.

I declare under penalty of perjury that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Executed this 16th day of March, 2017

/s/ Ng Puay Yee

NAME: Ng Puay Yee

TITLE: Authorized Representative
for each Debtor

Exhibit C

Ng Joo Puay Declaration

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	x
CHINA FISHERY GROUP LIMITED	:	Chapter 11
(CAYMAN), <i>et al.</i> ,	:	Case No. 16-11895 (JLG)
Debtors. ¹	:	(Jointly Administered)
		x

**“LAR-DAN” DECLARATION OF NG JOO PUAY ON BEHALF OF
PACIFIC ANDES ENTERPRISES (HK) LIMITED IN SUPPORT OF
THE APPLICATION OF CERTAIN DEBTORS PURSUANT TO 11 U.S.C. § 327(a),
FED. R. BANKR. P. 2014 AND 2016 AND LOCAL RULES 2014-1 AND 2016-1 FOR
AUTHORITY TO RETAIN AND EMPLOY WEIL, GOTSHAL & MANGES LLP AS
ATTORNEYS FOR CERTAIN DEBTORS EFFECTIVE AS OF FEBRUARY 15, 2017**

Pursuant to 28 U.S.C. § 1746, I, Ng Joo Puay, hereby declare under penalty of perjury as follows:

1. I am a Director of Pacific Andes Enterprises (HK) Limited (“PAE HK”), as well as a Director of Pacific Andes International Holdings Ltd. (“PAIH”) and each of the chapter 11 debtors (the “Debtors”)² in these jointly administered cases.

2. I am also one of the owners of N.S. Hong Investments (BVI) Limited (“N.S. Hong”). N.S. Hong is the direct or indirect parent holding company of the other Debtors. The other beneficial owners in N.S. Hong are Teh Hong Eng, NJK Investment Ltd, R & J

¹ The Debtors in these chapter 11 cases are as follows: China Fishery Group Limited (Cayman), Pacific Andes International Holdings Limited (Bermuda), N.S. Hong Investment (BVI) Limited, South Pacific Shipping Agency Limited (BVI), China Fisheries International Limited (Samoa), CFG (Singapore) Private Limited, Chanery Investment Inc. (BVI), Champion Maritime Limited (BVI), Growing Management Limited (BVI), Target Shipping Limited (HK), Fortress Agents Limited (BVI), Ocean Expert International Limited (BVI), Protein Trading Limited (Samoa), CFG Peru Investments Pte. Limited (Singapore), Smart Group Limited (Cayman), Super Investment Limited (Cayman), and Pacific Andes Resources Development Limited (Bermuda). This Declaration is not filed on behalf of CFG Peru Investments Pte. Limited (Singapore).

² As used herein, the term “Debtors” shall not include CFG Peru Investments Pte. Limited (Singapore) unless otherwise stated.

Investment Limited, Ng Joo Chuan, Pacific Innovation (BVI) Limited, JCNG Investment Limited, Lee Po Chun, Ng Joo Yau, and Ng Joo Thieng. Teh Hong Eng is my mother, and the other shareholders of N.S. Hong are my brothers, sister, and their respective spouses.

3. I submit this Declaration (this “**Declaration**”) on behalf of PAE HK in connection with the *Application of Certain Debtors Pursuant to 11 U.S.C. § 327(a), Fed R. Bankr. P. 2014 and 2016, and Local Rules 2014-1 and 2016-1 for Authority to Retain and Employ Weil, Gotshal & Manges LLP as Attorneys for Certain Debtors Effective as of February 15, 2017* (the “**Weil Retention Application**”).

4. As disclosed in the Weil Retention Application and in the supporting declarations of Matthew S. Barr and Ng Puay Yee, upon entry of an order by the bankruptcy court authorizing the Debtors to retain and employ Weil, PAE HK will provide Weil, Gotshal & Manges LLP (the “**Firm**” or “**Weil**”) with a general retainer in the amount of \$1,500,000 for services provided and to be provided to the Debtors (the “**Retainer**”), which may be increased from time to time up to an aggregate amount of \$5,000,000 without further order of the bankruptcy court. I understand that the Debtors expressly consent to PAE HK’s funding of the Retainer.

5. PAE HK has also provided Weil with a general retainer in the amount of \$500,000 for services provided and to be provided to PAE HK and National Fish and Seafood, Inc. (“**NFS**”), each an affiliate of the Debtors. Weil has been retained by PAE HK and NFS to advise on issues related to a comprehensive restructuring of the Pacific Andes group. I understand that Weil will not represent either PAE HK or NFS in matters adverse to the Debtors or their estates.

6. PAE HK has retained independent U.S. counsel, Thaler Law Firm PLLC ("TLF"), to advise PAE HK with respect to providing the Retainer, including the review and execution of this Declaration.

7. PAE HK acknowledges and agrees that the professional duty of Weil is one of undivided loyalty owed exclusively to the Debtors and that such duty does not run to PAE HK in any way, shape, or form. PAE HK further acknowledges that, should the interests of the Debtors diverge from the interests of PAE HK, Weil will represent the interests of the Debtors only, and will not represent PAE HK in connection with such conflicting interests. To the extent Weil must represent or advise any of the Debtors in a way that might be contrary to PAE HK's interests, or adverse to such interests, including in any contested matters or adversary proceedings, I acknowledge and agree, on behalf of PAE HK, that Weil may represent and advise the Debtors, and appear in Court as counsel or advisor for the Debtors and against PAE HK.

8. In the ordinary course of business, PAE (HK) and other entities in the Pacific Andes group, including certain of the Debtors, enter into intercompany transactions that may result in net payables or receivables for PAE (HK).

9. The foregoing describes all aspects of the arrangements relating to the Retainer. I am not aware of any other facts with respect to the arrangement concerning the Retainer that might be relevant to any potential for a conflict of interest to Weil or in any way compromise Weil's duty of undivided loyalty to the Debtors.

10. I have been advised by TLF that if, notwithstanding the facts disclosed and acknowledgements and agreements in this Declaration, any facts should arise, or I become aware of any facts, which might indicate that a conflict of interest exists or potentially may exist

relating to me, PAE HK, or Weil, or that might in any way compromise Weil's duty of undivided loyalty to the Debtors, I should consult with TLF in connection with this matter for guidance regarding further disclosures to the Court and I shall make all additional disclosures that may be necessary or appropriate.

Pursuant to 28 U.S.C. § 1746, I hereby declare under penalty of perjury that the foregoing statements are true and correct to the best of my knowledge, information and belief.

Executed this 15th day of March, 2017

Ng Joo Puay
Director
Pacific Andes Enterprises (HK) Limited

Exhibit D

Proposed Order

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	x
	:	Chapter 11
CHINA FISHERY GROUP LIMITED	:	
(CAYMAN), et al.,	:	Case No. 16-11895 (JLG)
Debtors.¹	:	(Jointly Administered)

**ORDER PURSUANT TO 11 U.S.C. § 327(a),
FED. R. BANKR. P. 2014 AND 2016 AND LOCAL
RULES 2014-1 AND 2016-1 FOR AUTHORITY TO RETAIN AND
EMPLOY WEIL, GOTSHAL & MANGES LLP AS ATTORNEYS
FOR CERTAIN DEBTORS EFFECTIVE AS OF FEBRUARY 15, 2017**

Upon the application (the “**Application**”) of China Fishery Group Limited (Cayman) (“**CFGL**”) and its debtor affiliates (other than CFG Peru Investments Pte. Limited (Singapore) (“**CFG Peru Singapore**”)), as debtors and debtors in possession in the above captioned cases chapter 11 cases (collectively, the “**Debtors**”²), for authority to retain and employ of Weil, Gotshal & Manges LLP (“**Weil**”) as attorneys for the Debtors, effective as of February 15, 2017 (the “**Engagement Date**”), pursuant to section 327(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rules 2014-1 and 2016-1 of the Local

¹ The Debtors in these chapter 11 cases are as follows: China Fishery Group Limited (Cayman), Pacific Andes International Holdings Limited (Bermuda), N.S. Hong Investment (BVI) Limited, South Pacific Shipping Agency Limited (BVI), China Fisheries International Limited (Samoa), CFGL (Singapore) Private Limited, Chanery Investment Inc. (BVI), Champion Maritime Limited (BVI), Growing Management Limited (BVI), Target Shipping Limited (HK), Fortress Agents Limited (BVI), Ocean Expert International Limited (BVI), Protein Trading Limited (Samoa), CFG Peru Investments Pte. Limited (Singapore), Smart Group Limited (Cayman), Super Investment Limited (Cayman), and Pacific Andes Resources Development Limited (Bermuda). The Application is not filed on behalf of CFG Peru Investments Pte. Limited (Singapore).

² As used herein, the term “Debtors” shall not include CFG Peru Singapore unless otherwise stated.

Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), as more fully set forth in the Application; and upon the declaration of Matthew S. Barr, a member of Weil, annexed to the Application as **Exhibit A** (the “**Barr Declaration**”), the declaration of Ng Puay Yee, authorized representative of each of the Debtors, annexed to the Application as **Exhibit B**, and the declaration of Ng Joo Puay, an authorized representative of Pacific Andes Enterprises (HK) Limited (“**PAE HK**”), annexed to the Application as **Exhibit C**; and the Court being satisfied, based on the representations made in the Application and the Barr Declaration, that Weil is “disinterested” as such term is defined in section 101(14) of the Bankruptcy Code, as modified by section 1107(b) of the Bankruptcy Code, and as required under section 327(a) of the Bankruptcy Code, and that Weil represents no interest adverse to the Debtors’ estates with respect to the matters upon which it is to be engaged; and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Application and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided to the parties listed therein, and it appearing that no other or further notice need be provided; and the Court having reviewed the Application; and the Court having held a hearing on the Application, if necessary; and all objections to the Application, if any, having been withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and it appearing that the relief requested in the Application is in the best interests of the Debtors and their respective estates and creditors; and

upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is granted as set forth herein.
2. Pursuant to section 327(a) of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 2016-1, the Debtors are authorized to retain and employ Weil, Gotshal & Manges LLP as lead bankruptcy counsel in these Chapter 11 Cases, effective as of February 15, 2017, under a general retainer and in accordance with Weil's normal hourly rates and disbursement policies, all as contemplated by the Application.
3. Weil is authorized to render the following professional services:
 - a. Prepare on behalf of the Debtors, as debtors in possession, all necessary motions, applications, answers, orders, reports, and other papers in connection with the administration of the Debtors' estates;
 - b. Take all necessary action to protect and preserve the Debtors' estates, including the prosecution of actions on the Debtors' behalf, the defense of any actions commenced against the Debtors, the negotiation of disputes in which the Debtors are involved, and the preparation of objections to claims filed against the Debtors' estates;
 - c. Take all necessary actions in connection with any chapter 11 plan and related disclosure statement, and all related documents, and such further actions as may be required in connection with the administration of the Debtors' estates; and
 - d. Perform all other necessary legal services in connection with the prosecution of these Chapter 11 Cases
4. The Retainer from PAE HK, in the amount of \$1,500,000 as may be increased from time to time hereafter up to an aggregate amount of \$5,000,000 without further order of the Court, is hereby approved.

5. Weil shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Chapter 11 Cases in compliance with the applicable provisions of the Bankruptcy Code, Bankruptcy Rules, Local Rules, and any other applicable procedures and orders of the Court.

6. Prior to any increases in Weil's rates, Weil shall file a supplemental affidavit with the Court and provide ten business days' notice to the Debtors, the United States Trustee and any official committee, which supplemental affidavit shall explain the basis for the requested rate increases in accordance with section 330(a)(3)(F) of the Bankruptcy Code and state whether the Debtors have consented to the rate increase. The United States Trustee retains all rights to object to any rate increase on all grounds including, but not limited to, the reasonableness standard provided for in section 330 of the Bankruptcy Code, and all rates and rate increases are subject to review by the Court.

7. To the extent there is any inconsistency between this Order and the Application, the provisions of this Order shall govern.

8. Notwithstanding any applicability of Bankruptcy Rules 6004(h), 7062, or 9014, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

9. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

10. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: _____, 2017
New York, New York

HONORABLE JAMES L. GARRITY
UNITED STATES BANKRUPTCY JUDGE

NO OBJECTION;

WILLIAM K. HARRINGTON
UNITED STATES TRUSTEE

Susan Golden
Trial Attorney
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New York, New York 10014
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